

WHAT IS CLAIMED IS:

1. A compound of formula I:

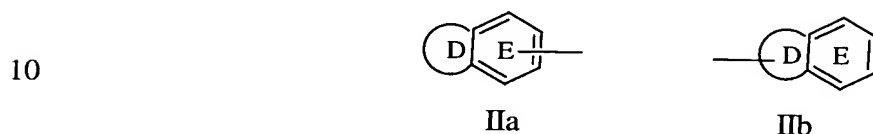


I

5 or a stereoisomer or pharmaceutically acceptable salt thereof, wherein;

one of P and  $M_1$  is -G and the other -A-B;

G is a group of formula IIa or IIb:



15 ring D, including the two atoms of Ring E to which it is attached, is a 5-6 membered ring consisting of: carbon atoms and 0-3 heteroatoms selected from the group consisting of N, O, and  $S(O)_p$ ;

ring D is substituted with 0-2 R, 0-2 carbonyls, and there are 0-3 ring double bonds;

20 E is selected from phenyl, pyridyl, pyrimidyl, pyrazinyl, and pyridazinyl, and is substituted with 1-2 R;

25 alternatively, ring D is absent and ring E is selected from phenyl, pyridyl, pyrimidyl, pyrazinyl, pyridazinyl, pyrrolyl, pyrazolyl, imidazolyl, isoxazolyl, oxazolyl, triazolyl, thienyl, and thiazolyl, and ring E is substituted with 1-2 R;

30 alternatively, ring D is absent and ring E is selected from phenyl, pyridyl, pyrimidyl, pyrazinyl, pyridazinyl, pyrrolyl, pyrazolyl, imidazolyl, isoxazolyl, oxazolyl, triazolyl, thienyl, and thiazolyl, and ring E is substituted with 1 R and with a 5-6 membered heterocycle consisting of: carbon atoms and 1-4 heteroatoms selected from the group consisting of N, O, and  $S(O)_p$ , wherein the 5-6 membered heterocycle is substituted with 0-1 carbonyls and 1-2 R and there are 0-3 ring double bonds;

R is selected from H, C<sub>1-4</sub> alkyl, F, Cl, Br, I, OH, OCH<sub>3</sub>, OCH<sub>2</sub>CH<sub>3</sub>, OCH(CH<sub>3</sub>)<sub>2</sub>,  
 OCH<sub>2</sub>CH<sub>2</sub>CH<sub>3</sub>, -CN, C(=NR<sup>8</sup>)NR<sup>7</sup>R<sup>9</sup>, NHC(=NR<sup>8</sup>)NR<sup>7</sup>R<sup>9</sup>,  
 ONHC(=NR<sup>8</sup>)NR<sup>7</sup>R<sup>9</sup>, NR<sup>8</sup>CH(=NR<sup>7</sup>), NH<sub>2</sub>, NH(C<sub>1-3</sub> alkyl), N(C<sub>1-3</sub> alkyl)<sub>2</sub>,  
 5 C(=NH)NH<sub>2</sub>, CH<sub>2</sub>NH<sub>2</sub>, CH<sub>2</sub>NH(C<sub>1-3</sub> alkyl), CH<sub>2</sub>N(C<sub>1-3</sub> alkyl)<sub>2</sub>,  
 CH<sub>2</sub>CH<sub>2</sub>NH<sub>2</sub>, CH<sub>2</sub>CH<sub>2</sub>NH(C<sub>1-3</sub> alkyl), CH<sub>2</sub>CH<sub>2</sub>N(C<sub>1-3</sub> alkyl)<sub>2</sub>,  
 (CR<sup>8</sup>R<sup>9</sup>)<sub>t</sub>C(O)H, (CR<sup>8</sup>R<sup>9</sup>)<sub>t</sub>C(O)R<sup>2c</sup>, (CR<sup>8</sup>R<sup>9</sup>)<sub>t</sub>NR<sup>7</sup>R<sup>8</sup>, (CR<sup>8</sup>R<sup>9</sup>)<sub>t</sub>C(O)NR<sup>7</sup>R<sup>8</sup>,  
 (CR<sup>8</sup>R<sup>9</sup>)<sub>t</sub>NR<sup>7</sup>C(O)R<sup>7</sup>, (CR<sup>8</sup>R<sup>9</sup>)<sub>t</sub>OR<sup>3</sup>, (CR<sup>8</sup>R<sup>9</sup>)<sub>t</sub>S(O)<sub>p</sub>NR<sup>7</sup>R<sup>8</sup>,  
 (CR<sup>8</sup>R<sup>9</sup>)<sub>t</sub>NR<sup>7</sup>S(O)<sub>p</sub>R<sup>7</sup>, (CR<sup>8</sup>R<sup>9</sup>)<sub>t</sub>SR<sup>3</sup>, (CR<sup>8</sup>R<sup>9</sup>)<sub>t</sub>S(O)R<sup>3</sup>, (CR<sup>8</sup>R<sup>9</sup>)<sub>t</sub>S(O)<sub>2</sub>R<sup>3</sup>,  
 10 and OCF<sub>3</sub>;

alternatively, when 2 R groups are attached to adjacent atoms, they combine to form  
 methylenedioxy or ethylenedioxy;

15 M is 3-8 membered linear chain consisting of: carbon atoms, 0-3 carbonyl groups, 0-1  
 thiocarbonyl groups, and 1-3 heteroatoms selected from O, N, and S(O)<sub>p</sub>, and  
 M is substituted with 0-3 R<sup>1a</sup> and 0-2 R<sup>2</sup>, and there are 0-2 double bonds and  
 0-1 triple bond; provided that other than an S-S, S-O, or O-O bond is present  
 in M;

20

provided that linker M comprises other than a N-C(O)-C(O)-N group;

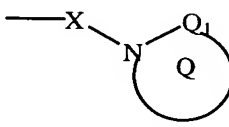
further provided that one or more of the following apply:

- 25 (a) if linker M comprises a ureido-methylene-carbonyl-amino or  
 carbamoyloxy-methylene-carbonyl-amino group, then ring D is present or ring  
 E is other than phenyl or pyridyl;  
 (b) there is at least one S(O)<sub>p</sub> group present in linker M;  
 (c) there are at least two carbonyl groups present in linker M;  
 (d) ring D is present in group G;  
 30 (e) ring E is other than phenyl; and

- (f) if ring D is absent and ring E is phenyl, then R is other than CN,  
 $C(=NR^8)NR^7R^9$ ,  $NR^8CH(=NR^7)$ ,  $NH_2$ ,  $NH(C_{1-3} \text{ alkyl})$ ,  $N(C_{1-3} \text{ alkyl})_2$ ,  
 $C(=NH)NH_2$ ,  $CH_2NH_2$ ,  $CH_2NH(C_{1-3} \text{ alkyl})$ ,  $CH_2N(C_{1-3} \text{ alkyl})_2$ ,  
 $CH_2CH_2NH_2$ ,  $CH_2CH_2NH(C_{1-3} \text{ alkyl})$ ,  $CH_2CH_2N(C_{1-3} \text{ alkyl})_2$ ,  
 5  $(CR^8R^9)_tNR^7R^8$ , and  $(CR^8R^9)_tC(O)NR^7R^8$ ;

A is selected from:

- $C_{3-10}$  carbocycle substituted with 0-2  $R^4$ , and  
 5-12 membered heterocycle consisting of: carbon atoms and 1-4 heteroatoms  
 10 selected from the group consisting of N, O, and  $S(O)_p$  and substituted with 0-2  $R^4$ ;

B is ; provided that Z and B are attached to different atoms on A  
 and that the A-X-N moiety forms other than a N-N-N group;

- 15  $Q_1$  is selected from  $C=O$  and  $SO_2$ ;

ring Q is a 4-8 membered monocyclic or bicyclic ring consisting of, in addition to the  
 $N-Q_1$  group shown, carbon atoms and 0-2 heteroatoms selected from  $NR^{4c}$ , O,  
 S,  $S(O)$ , and  $S(O)_2$ , wherein:

- 20 0-2 double bonds are present within the ring and the ring is substituted  
 with 0-2  $R^{4a}$ ;

alternatively, ring Q is a 4-8 membered monocyclic or bicyclic ring to which another  
 ring is fused, wherein:

- 25 the 4-7 membered ring consists of, in addition to the shown amide  
 group, carbon atoms and 0-2 heteroatoms selected from  $NR^{4c}$ , O, S,  $S(O)$ , and  
 $S(O)_2$  and 0-2 double bonds are present within the ring;

- the fusion ring is phenyl or a 5-6 membered heteroaromatic consisting  
 of carbon atoms and 1-2 heteroatoms selected from  $NR^{4c}$ , O, S,  $S(O)$ , and  
 30  $S(O)_2$ ;

ring Q, which includes the 4-7 membered ring and the fusion ring, is substituted with 0-3 R<sup>4a</sup>;

alternatively, two non-adjacent atoms of one of the rings of ring Q are bridged with 1-2 atoms selected from: carbon atoms, NR<sup>4c</sup>, O, S, S(O), and S(O)<sub>2</sub>, provided bonds other than O-O, S(O)<sub>p</sub>-O, S(O)<sub>p</sub>-S(O)<sub>p</sub>, N-O, and N-S(O)<sub>p</sub> are present;

X is absent or is selected from  $-(\text{CR}^2\text{R}^{2a})_{1-4}-$ ,  $-\text{CR}^2(\text{CR}^2\text{R}^{2b})(\text{CH}_2)_t-$ ,  $-\text{C}(\text{O})-$ ,  $-\text{C}(=\text{NR}^{1c})-$ ,  $-\text{CR}^2(\text{NR}^{1c}\text{R}^2)-$ ,  $-\text{CR}^2(\text{OR}^2)-$ ,  $-\text{CR}^2(\text{SR}^2)-$ ,  $-\text{C}(\text{O})\text{CR}^2\text{R}^{2a}-$ ,  $-\text{CR}^2\text{R}^{2a}\text{C}(\text{O})-$ ,  $-\text{S}(\text{O})-$ ,  $-\text{S}(\text{O})_2-$ ,  $-\text{SCR}^2\text{R}^{2a}-$ ,  $-\text{S}(\text{O})\text{CR}^2\text{R}^{2a}-$ ,  $-\text{S}(\text{O})_2\text{CR}^2\text{R}^{2a}-$ ,  $-\text{CR}^2\text{R}^{2a}\text{S}(\text{O})-$ ,  $-\text{CR}^2\text{R}^{2a}\text{S}(\text{O})_2-$ ,  $-\text{S}(\text{O})_2\text{NR}^2\text{CR}^2\text{R}^{2a}-$ ,  $-\text{NR}^2\text{S}(\text{O})_2-$ ,  $-\text{CR}^2\text{R}^{2a}\text{NR}^2\text{S}(\text{O})_2-$ ,  $-\text{NR}^2\text{S}(\text{O})_2\text{CR}^2\text{R}^{2a}-$ ,  $-\text{NR}^2\text{C}(\text{O})-$ ,  $-\text{C}(\text{O})\text{NR}^2\text{CR}^2\text{R}^{2a}-$ ,  $-\text{NR}^2\text{C}(\text{O})\text{CR}^2\text{R}^{2a}-$ ,  $-\text{CR}^2\text{R}^{2a}\text{NR}^2\text{C}(\text{O})-$ ,  $-\text{NR}^2\text{CR}^2\text{R}^{2a}-$ , and  $-\text{OCR}^2\text{R}^{2a}-$ ;

R<sup>1a</sup>, at each occurrence, is selected from H,  $-(\text{CR}^3\text{R}^{3a})_r-\text{R}^{1b}$ ,  $-(\text{CR}^3\text{R}^{3a})_r-\text{CR}^3\text{R}^{1b}\text{R}^{1b}$ ,  $-(\text{CR}^3\text{R}^{3a})_r-\text{O}-(\text{CR}^3\text{R}^{3a})_r-\text{R}^{1b}$ ,  $-\text{C}_{2-6}$  alkenylene-R<sup>1b</sup>,  $-\text{C}_{2-6}$  alkynylene-R<sup>1b</sup>,  $-(\text{CR}^3\text{R}^{3a})_r-\text{C}(=\text{NR}^{1b})\text{NR}^3\text{R}^{1b}$ ,  $\text{NR}^3(\text{CR}^3\text{R}^{3a})_t\text{R}^{1c}$ ,  $\text{O}(\text{CR}^3\text{R}^{3a})_t\text{R}^{1c}$ ,  $(\text{CR}^3\text{R}^{3a})_r\text{SCR}^3\text{R}^{3a}\text{R}^{1c}$ ,  $(\text{CR}^3\text{R}^{3a})_r\text{NR}^3(\text{CR}^3\text{R}^{3a})_r\text{R}^{1b}$ ,  $(\text{CR}^3\text{R}^{3a})_r\text{C}(\text{O})\text{NR}^2(\text{CR}^3\text{R}^{3a})_r\text{R}^{1b}$ ,  $\text{CO}_2(\text{CR}^3\text{R}^{3a})_t\text{R}^{1b}$ ,  $\text{O}(\text{CR}^3\text{R}^{3a})_t\text{R}^{1b}$ ,  $(\text{CR}^3\text{R}^{3a})_r\text{S}(\text{CR}^3\text{R}^{3a})_r\text{R}^{1b}$ ,  $\text{S}(\text{O})_p(\text{CR}^3\text{R}^{3a})_r\text{R}^{1d}$ ,  $\text{O}(\text{CR}^3\text{R}^{3a})_r\text{R}^{1d}$ ,  $\text{NR}^3(\text{CR}^3\text{R}^{3a})_r\text{R}^{1d}$ ,  $\text{OC}(\text{O})\text{NR}^3(\text{CR}^3\text{R}^{3a})_r\text{R}^{1d}$ ,  $\text{NR}^3\text{C}(\text{O})\text{NR}^3(\text{CR}^3\text{R}^{3a})_r\text{R}^{1d}$ ,  $\text{NR}^3\text{C}(\text{O})\text{O}(\text{CR}^3\text{R}^{3a})_r\text{R}^{1d}$ , and  $\text{NR}^3\text{C}(\text{O})(\text{CR}^3\text{R}^{3a})_r\text{R}^{1d}$ , provided that R<sup>1a</sup> forms other than an N-halo, N-S, O-O, or N-CN bond;

alternatively, when two R<sup>1a</sup> groups are attached to the same carbon atom, together with the carbon atom to which they are attached they form a 3-10 membered carbocyclic or heterocyclic ring consisting of: carbon atoms and 0-4 heteroatoms selected from the group consisting of N, O, and S(O)<sub>p</sub>, this ring being substituted with 0-2 R<sup>4</sup> and 0-3 ring double bonds;

- $R^{1b}$  is selected from H,  $C_{1-3}$  alkyl, F, Cl, Br, I, -CN, -NO<sub>2</sub>, -CHO,  $(CF_2)_rCF_3$ ,  $(CR^3R^{3a})_rOR^2$ ,  $NR^2R^{2a}$ ,  $C(O)R^{2b}$ ,  $CO_2R^{2b}$ ,  $OC(O)R^2$ ,  $(CF_2)_rCO_2R^{2a}$ ,  $S(O)_pR^{2b}$ ,  $NR^2(CH_2)_rOR^2$ ,  $C(=NR^{2c})NR^2R^{2a}$ ,  $NR^2C(O)R^{2b}$ ,  $NR^2C(O)NR^2R^{2a}$ ,  $NR^2C(O)_2R^{2a}$ ,  $OC(O)NR^2R^{2a}$ ,  $C(O)NR^2R^{2a}$ ,  $C(O)NR^2(CH_2)_rOR^2$ ,  $SO_2NR^2R^{2a}$ ,  $NR^2SO_2NR^2R^{2a}$ ,  $NR^2SO_2R^2$ ,  $C(O)NR^2SO_2R^2$ ,  $SO_2R^2C(O)NR^2$ ,  $SO_2NR^2C(O)R^2$ ,  $C_{3-10}$  carbocycle substituted with 0-2  $R^4$ , and 4-10 membered heterocycle consisting of carbon atoms and from 1-4 heteroatoms selected from the group consisting of N, O, and  $S(O)_p$  and substituted with 0-2  $R^4$ , provided that  $R^{1b}$  forms other than an O-O, N-halo, N-S, or N-CN bond;
- $R^{1c}$  is selected from H,  $CH(CH_2OR^2)_2$ ,  $C(O)R^{2c}$ ,  $C(O)NR^2R^{2a}$ ,  $S(O)R^2$ ,  $S(O)_2R^2$ , and  $SO_2NR^2R^{2a}$ ;
- $R^{1d}$  is selected from  $C_{3-6}$  carbocycle substituted with 0-2  $R^{4b}$  and 5-10 membered heterocycle consisting of carbon atoms and from 1-4 heteroatoms selected from the group consisting of N, O, and  $S(O)_p$  and substituted with 0-2  $R^{4b}$ , provided that  $R^{1d}$  forms other than an N-S bond;
- $R^2$ , at each occurrence, is selected from H,  $CF_3$ ,  $C_{1-6}$  alkyl, benzyl,  $-(CH_2)_r-C_{3-10}$  carbocycle substituted with 0-2  $R^{4b}$ , and  $-(CH_2)_r-5-10$  membered heterocycle consisting of: carbon atoms and 1-4 heteroatoms selected from the group consisting of N, O, and  $S(O)_p$  and substituted with 0-2  $R^{4b}$ ;
- $R^{2a}$ , at each occurrence, is selected from H,  $CF_3$ ,  $C_{1-6}$  alkyl, benzyl,  $-(CH_2)_r-C_{3-10}$  carbocycle substituted with 0-2  $R^{4b}$ , and  $-(CH_2)_r-5-10$  membered heterocycle consisting of: carbon atoms and 1-4 heteroatoms selected from the group consisting of N, O, and  $S(O)_p$  and substituted with 0-2  $R^{4b}$ ;

alternatively,  $R^2$  and  $R^{2a}$ , together with the atom to which they are attached, combine to form a 5-8 membered saturated, partially saturated or unsaturated ring substituted with 0-2  $R^{4b}$  and consisting of: 0-1 additional heteroatoms selected from the group consisting of N, O, and  $S(O)_p$ ;

5

$R^{2b}$ , at each occurrence, is selected from  $CF_3$ ,  $C_{1-4}$  alkoxy substituted with 0-2  $R^{4b}$ ,  $C_{1-6}$  alkyl substituted with 0-2  $R^{4b}$ ,  $-(CH_2)_r-C_{3-10}$  carbocycle substituted with 0-2  $R^{4b}$ , and  $-(CH_2)_r-5-10$  membered heterocycle consisting of: carbon atoms and 1-4 heteroatoms selected from the group consisting of N, O, and  $S(O)_p$  and substituted with 0-2  $R^{4b}$ ;

10

$R^{2c}$ , at each occurrence, is selected from  $CF_3$ , OH,  $C_{1-4}$  alkoxy,  $C_{1-6}$  alkyl,  $-(CH_2)_r-C_{3-10}$  carbocycle substituted with 0-2  $R^{4b}$ , and  $-(CH_2)_r-5-10$  membered heterocycle containing from 1-4 heteroatoms selected from the group consisting of N, O, and  $S(O)_p$  and substituted with 0-2  $R^{4b}$ ;

15

$R^3$ , at each occurrence, is selected from H,  $CH_3$ ,  $CH_2CH_3$ ,  $CH_2CH_2CH_3$ ,  $CH(CH_3)_2$ ,  $CH_2CH_2CH_2CH_3$ ,  $CH_2CH(CH_3)_2$ ,  $CH(CH_3)CH_2CH_3$ ,  $C(CH_3)_3$ , benzyl, and phenyl;

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$R^{3a}$ , at each occurrence, is selected from H,  $CH_3$ ,  $CH_2CH_3$ ,  $CH_2CH_2CH_3$ ,  $CH(CH_3)_2$ ,  $CH_2CH_2CH_2CH_3$ ,  $CH_2CH(CH_3)_2$ ,  $CH(CH_3)CH_2CH_3$ ,  $C(CH_3)_3$ , benzyl, and phenyl;

25 alternatively,  $R^3$  and  $R^{3a}$ , together with the nitrogen atom to which they are attached, combine to form a 5 or 6 membered saturated, partially unsaturated, or unsaturated ring consisting of: carbon atoms, the nitrogen atom to which  $R^3$  and  $R^{3a}$  are attached, and 0-1 additional heteroatoms selected from the group consisting of N, O, and  $S(O)_p$ ;

30

- $R^{3c}$ , at each occurrence, is selected from  $CH_3$ ,  $CH_2CH_3$ ,  $CH_2CH_2CH_3$ ,  $CH(CH_3)_2$ ,  $CH_2CH_2CH_2CH_3$ ,  $CH_2CH(CH_3)_2$ ,  $CH(CH_3)CH_2CH_3$ ,  $C(CH_3)_3$ , benzyl, and phenyl;
- 5  $R^{3d}$ , at each occurrence, is selected from H,  $CH_3$ ,  $CH_2CH_3$ ,  $CH_2CH_2CH_3$ ,  $CH(CH_3)_2$ ,  $CH_2CH_2CH_2CH_3$ ,  $CH_2CH(CH_3)_2$ ,  $CH(CH_3)CH_2CH_3$ ,  $C_{1-4}$  alkyl-phenyl, and  $C(=O)R^{3c}$ ;
- $R^4$ , at each occurrence, is selected from H, =O,  $(CR^3R^{3a})_rOR^2$ , F, Cl, Br, I,  $C_{1-4}$  alkyl,
- 10  $(CR^3R^{3a})_rCN$ ,  $(CR^3R^{3a})_rNO_2$ ,  $(CR^3R^{3a})_rNR^2R^{2a}$ ,  $(CR^3R^{3a})_rC(O)R^{2c}$ ,  $(CR^3R^{3a})_rNR^2C(O)R^{2b}$ ,  $(CR^3R^{3a})_rC(O)NR^2R^{2a}$ ,  $(CR^3R^{3a})_rNR^3(CR^3R^{3a})_rC(O)NR^3R^{3a}$ ,  $(CR^3R^{3a})_rNR^3(CR^3R^{3a})_rC(O)OR^3$ ,  $(CR^3R^{3a})_rNR^3(CR^3R^{3a})_rNR^3R^{3a}$ ,  $(CR^3R^{3a})_rNR^3(CR^3R^{3a})_rNR^3C(O)R^{3a}$ ,  $(CR^3R^{3a})_rNR^3(CR^3R^{3a})_rNR^3SO_2R^{3a}$ ,  $(CR^3R^{3a})_rNR^2C(O)NR^2R^{2a}$ ,
- 15  $(CR^3R^{3a})_rC(=NR^2)NR^2R^{2a}$ ,  $(CR^3R^{3a})_rC(=NS(O)_2R^5)NR^2R^{2a}$ ,  $(CR^3R^{3a})_rNHC(=NR^2)NR^2R^{2a}$ ,  $(CR^3R^{3a})_rC(O)NHC(=NR^2)NR^2R^{2a}$ ,  $(CR^3R^{3a})_rSO_2NR^2R^{2a}$ ,  $(CR^3R^{3a})_rNR^2SO_2NR^2R^{2a}$ ,  $(CR^3R^{3a})_rNR^2SO_2-C_{1-4}$  alkyl,  $(CR^3R^{3a})_rNR^2SO_2R^5$ ,  $(CR^3R^{3a})_rS(O)_pR^{5a}$ ,  $(CR^3R^{3a})_r(CF_2)_rCF_3$ ,  $NHCH_2R^{1c}$ ,  $OCH_2R^{1c}$ ,  $SCH_2R^{1c}$ ,  $NH(CH_2)_2(CH_2)_tR^{1b}$ ,  $O(CH_2)_2(CH_2)_tR^{1b}$ ,
- 20  $S(CH_2)_2(CH_2)_tR^{1b}$ ,  $(CR^3R^{3a})_{r-3-10}$  membered carbocycle substituted with 0-1  $R^5$ , and a  $(CR^3R^{3a})_{r-5-10}$  membered heterocycle consisting of: carbon atoms and 1-4 heteroatoms selected from the group consisting of N, O, and  $S(O)_p$  and substituted with 0-1  $R^5$ ;
- 25  $R^{4a}$ , at each occurrence, is selected from H, =O,  $(CR^3R^{3a})_rOR^2$ ,  $(CR^3R^{3a})_rF$ ,  $(CR^3R^{3a})_rBr$ ,  $(CR^3R^{3a})_rCl$ ,  $C_{1-4}$  alkyl,  $(CR^3R^{3a})_rCN$ ,  $(CR^3R^{3a})_rNO_2$ ,  $(CR^3R^{3a})_rNR^2R^{2a}$ ,  $(CR^3R^{3a})_rC(O)R^{2c}$ ,  $(CR^3R^{3a})_rNR^2C(O)R^{2b}$ ,  $(CR^3R^{3a})_rC(O)NR^2R^{2a}$ ,  $(CR^3R^{3a})_rN=CHOR^3$ ,  $(CR^3R^{3a})_rC(O)NH(CH_2)_2NR^2R^{2a}$ ,  $(CR^3R^{3a})_rNR^2C(O)NR^2R^{2a}$ ,
- 30  $(CR^3R^{3a})_rC(=NR^2)NR^2R^{2a}$ ,  $(CR^3R^{3a})_rNHC(=NR^2)NR^2R^{2a}$ ,

- $(\text{CR}^3\text{R}^{3a})_r\text{SO}_2\text{NR}^2\text{R}^{2a}$ ,  $(\text{CR}^3\text{R}^{3a})_r\text{NR}^2\text{SO}_2\text{NR}^2\text{R}^{2a}$ ,  $(\text{CR}^3\text{R}^{3a})_r\text{NR}^2\text{SO}_2\text{-C}_{1-4}$   
 alkyl,  $(\text{CR}^3\text{R}^{3a})_r\text{C}(\text{O})\text{NHSO}_2\text{-C}_{1-4}$  alkyl,  $(\text{CR}^3\text{R}^{3a})\text{NR}^2\text{SO}_2\text{R}^5$ ,  
 $(\text{CR}^3\text{R}^{3a})_r\text{S}(\text{O})_p\text{R}^{5a}$ ,  $(\text{CR}^3\text{R}^{3a})_r(\text{CF}_2)_r\text{CF}_3$ ,  $(\text{CR}^3\text{R}^{3a})_{r-5-6}$  membered  
 carbocycle substituted with 0-1  $\text{R}^5$ , and a  $(\text{CR}^3\text{R}^{3a})_{r-5-6}$  membered  
 heterocycle consisting of: carbon atoms and 1-4 heteroatoms selected from the  
 group consisting of N, O, and  $\text{S}(\text{O})_p$  and substituted with 0-1  $\text{R}^5$ ;
- $\text{R}^{4b}$ , at each occurrence, is selected from H, =O,  $(\text{CH}_2)_r\text{OR}^3$ ,  $(\text{CH}_2)_r\text{F}$ ,  $(\text{CH}_2)_r\text{Cl}$ ,  
 $(\text{CH}_2)_r\text{Br}$ ,  $(\text{CH}_2)_r\text{I}$ ,  $\text{C}_{1-4}$  alkyl,  $(\text{CH}_2)_r\text{CN}$ ,  $(\text{CH}_2)_r\text{NO}_2$ ,  $(\text{CH}_2)_r\text{NR}^3\text{R}^{3a}$ ,  
 $(\text{CH}_2)_r\text{C}(\text{O})\text{R}^3$ ,  $(\text{CH}_2)_r\text{C}(\text{O})\text{OR}^{3c}$ ,  $(\text{CH}_2)_r\text{NR}^3\text{C}(\text{O})\text{R}^{3a}$ ,  $(\text{CH}_2)_r\text{-C}(\text{O})\text{NR}^3\text{R}^{3a}$ ,  
 $(\text{CH}_2)_r\text{NR}^3\text{C}(\text{O})\text{NR}^3\text{R}^{3a}$ ,  $(\text{CH}_2)_r\text{C}(=\text{NR}^3)\text{NR}^3\text{R}^{3a}$ ,  
 $(\text{CH}_2)_r\text{NR}^3\text{C}(=\text{NR}^3)\text{NR}^3\text{R}^{3a}$ ,  $(\text{CH}_2)_r\text{SO}_2\text{NR}^3\text{R}^{3a}$ ,  $(\text{CH}_2)_r\text{NR}^3\text{SO}_2\text{NR}^3\text{R}^{3a}$ ,  
 $(\text{CH}_2)_r\text{NR}^3\text{SO}_2\text{-C}_{1-4}$  alkyl,  $(\text{CH}_2)_r\text{NR}^3\text{SO}_2\text{CF}_3$ ,  $(\text{CH}_2)_r\text{NR}^3\text{SO}_2\text{-phenyl}$ ,  
 $(\text{CH}_2)_r\text{S}(\text{O})_p\text{CF}_3$ ,  $(\text{CH}_2)_r\text{S}(\text{O})_p\text{-C}_{1-4}$  alkyl,  $(\text{CH}_2)_r\text{S}(\text{O})_p\text{-phenyl}$ ,  
 $(\text{CH}_2)_r(\text{CF}_2)_r\text{CF}_3$ ,  $(\text{CH}_2)_{r-3-10}$  membered carbocycle substituted with 0-1  $\text{R}^3$ ,  
 and a  $(\text{CH}_2)_{r-5-10}$  membered heterocycle consisting of: carbon atoms and 1-4  
 heteroatoms selected from the group consisting of N, O, and  $\text{S}(\text{O})_p$  and  
 substituted with 0-1  $\text{R}^3$ ;
- $\text{R}^{4c}$ , at each occurrence, is selected from H,  $\text{C}_{1-4}$  alkyl  $(\text{CR}^3\text{R}^{3a})_{r1}\text{OR}^2$ ,  $(\text{CR}^3\text{R}^{3a})_{r1}\text{F}$ ,  
 $(\text{CR}^3\text{R}^{3a})_{r1}\text{Br}$ ,  $(\text{CR}^3\text{R}^{3a})_{r1}\text{Cl}$ ,  $(\text{CR}^3\text{R}^{3a})_{r1}\text{CN}$ ,  $(\text{CR}^3\text{R}^{3a})_{r1}\text{NO}_2$ ,  
 $(\text{CR}^3\text{R}^{3a})_{r1}\text{NR}^2\text{R}^{2a}$ ,  $(\text{CR}^3\text{R}^{3a})_r\text{C}(\text{O})\text{R}^{2c}$ ,  $(\text{CR}^3\text{R}^{3a})_{r1}\text{NR}^2\text{C}(\text{O})\text{R}^{2b}$ ,  
 $(\text{CR}^3\text{R}^{3a})_r\text{C}(\text{O})\text{NR}^2\text{R}^{2a}$ ,  $(\text{CR}^3\text{R}^{3a})_{r1}\text{N}=\text{CHOR}^3$ ,  
 $(\text{CR}^3\text{R}^{3a})_r\text{C}(\text{O})\text{NH}(\text{CH}_2)_2\text{NR}^2\text{R}^{2a}$ ,  $(\text{CR}^3\text{R}^{3a})_{r1}\text{NR}^2\text{C}(\text{O})\text{NR}^2\text{R}^{2a}$ ,  
 $(\text{CR}^3\text{R}^{3a})_{r1}\text{C}(=\text{NR}^2)\text{NR}^2\text{R}^{2a}$ ,  $(\text{CR}^3\text{R}^{3a})_{r1}\text{NHC}(=\text{NR}^2)\text{NR}^2\text{R}^{2a}$ ,  
 $(\text{CR}^3\text{R}^{3a})_r\text{SO}_2\text{NR}^2\text{R}^{2a}$ ,  $(\text{CR}^3\text{R}^{3a})_{r1}\text{NR}^2\text{SO}_2\text{NR}^2\text{R}^{2a}$ ,  
 $(\text{CR}^3\text{R}^{3a})_{r1}\text{NR}^2\text{SO}_2\text{-C}_{1-4}$  alkyl,  $(\text{CR}^3\text{R}^{3a})_r\text{C}(\text{O})\text{NHSO}_2\text{-C}_{1-4}$  alkyl,  
 $(\text{CR}^3\text{R}^{3a})_{r1}\text{NR}^2\text{SO}_2\text{R}^5$ ,  $(\text{CR}^3\text{R}^{3a})_r\text{S}(\text{O})_p\text{R}^{5a}$ ,  $(\text{CR}^3\text{R}^{3a})_r(\text{CF}_2)_r\text{CF}_3$ ,  $(\text{CR}^3\text{R}^{3a})_{r-5-6}$   
 membered carbocycle substituted with 0-1  $\text{R}^5$ , and a  $(\text{CR}^3\text{R}^{3a})_{r-5-6}$   
 membered heterocycle consisting of: carbon atoms and 1-4 heteroatoms



selected from the group consisting of N, O, and S(O)<sub>p</sub> and substituted with 0-1 R<sup>5</sup>;

5 R<sup>5</sup>, at each occurrence, is selected from H, C<sub>1-6</sub> alkyl, =O, (CH<sub>2</sub>)<sub>r</sub>OR<sup>3</sup>, F, Cl, Br, I, -  
 CN, NO<sub>2</sub>, (CH<sub>2</sub>)<sub>r</sub>NR<sup>3</sup>R<sup>3a</sup>, (CH<sub>2</sub>)<sub>r</sub>C(O)R<sup>3</sup>, (CH<sub>2</sub>)<sub>r</sub>C(O)OR<sup>3c</sup>,  
 (CH<sub>2</sub>)<sub>r</sub>NR<sup>3</sup>C(O)R<sup>3a</sup>, (CH<sub>2</sub>)<sub>r</sub>C(O)NR<sup>3</sup>R<sup>3a</sup>, (CH<sub>2</sub>)<sub>r</sub>NR<sup>3</sup>C(O)NR<sup>3</sup>R<sup>3a</sup>,  
 (CH<sub>2</sub>)<sub>r</sub>CH(=NOR<sup>3d</sup>), (CH<sub>2</sub>)<sub>r</sub>C(=NR<sup>3</sup>)NR<sup>3</sup>R<sup>3a</sup>, (CH<sub>2</sub>)<sub>r</sub>NR<sup>3</sup>C(=NR<sup>3</sup>)NR<sup>3</sup>R<sup>3a</sup>,  
 (CH<sub>2</sub>)<sub>r</sub>SO<sub>2</sub>NR<sup>3</sup>R<sup>3a</sup>, (CH<sub>2</sub>)<sub>r</sub>NR<sup>3</sup>SO<sub>2</sub>NR<sup>3</sup>R<sup>3a</sup>, (CH<sub>2</sub>)<sub>r</sub>NR<sup>3</sup>SO<sub>2</sub>-C<sub>1-4</sub> alkyl,  
 (CH<sub>2</sub>)<sub>r</sub>NR<sup>3</sup>SO<sub>2</sub>CF<sub>3</sub>, (CH<sub>2</sub>)<sub>r</sub>NR<sup>3</sup>SO<sub>2</sub>-phenyl, (CH<sub>2</sub>)<sub>r</sub>S(O)<sub>p</sub>CF<sub>3</sub>,  
 10 (CH<sub>2</sub>)<sub>r</sub>S(O)<sub>p</sub>-C<sub>1-4</sub> alkyl, (CH<sub>2</sub>)<sub>r</sub>S(O)<sub>p</sub>-phenyl, (CF<sub>2</sub>)<sub>r</sub>CF<sub>3</sub>, phenyl substituted  
 with 0-2 R<sup>6</sup>, naphthyl substituted with 0-2 R<sup>6</sup>, and benzyl substituted with 0-2  
 R<sup>6</sup>;

15 R<sup>5a</sup>, at each occurrence, is selected from C<sub>1-6</sub> alkyl, (CH<sub>2</sub>)<sub>r</sub>OR<sup>3</sup>, (CH<sub>2</sub>)<sub>r</sub>NR<sup>3</sup>R<sup>3a</sup>,  
 (CH<sub>2</sub>)<sub>r</sub>C(O)R<sup>3</sup>, (CH<sub>2</sub>)<sub>r</sub>C(O)OR<sup>3c</sup>, (CH<sub>2</sub>)<sub>r</sub>NR<sup>3</sup>C(O)R<sup>3a</sup>, (CH<sub>2</sub>)<sub>r</sub>C(O)NR<sup>3</sup>R<sup>3a</sup>,  
 (CF<sub>2</sub>)<sub>r</sub>CF<sub>3</sub>, phenyl substituted with 0-2 R<sup>6</sup>, naphthyl substituted with 0-2 R<sup>6</sup>,  
 and benzyl substituted with 0-2 R<sup>6</sup>, provided that R<sup>5a</sup> does not form a S-N or  
 S(O)<sub>p</sub>-C(O) bond;

20 R<sup>6</sup>, at each occurrence, is selected from H, OH, (CH<sub>2</sub>)<sub>r</sub>OR<sup>2</sup>, halo, C<sub>1-4</sub> alkyl, CN,  
 NO<sub>2</sub>, (CH<sub>2</sub>)<sub>r</sub>NR<sup>2</sup>R<sup>2a</sup>, (CH<sub>2</sub>)<sub>r</sub>C(O)R<sup>2b</sup>, NR<sup>2</sup>C(O)R<sup>2b</sup>, NR<sup>2</sup>C(O)NR<sup>2</sup>R<sup>2a</sup>,  
 C(=NH)NH<sub>2</sub>, NHC(=NH)NH<sub>2</sub>, SO<sub>2</sub>NR<sup>2</sup>R<sup>2a</sup>, NR<sup>2</sup>SO<sub>2</sub>NR<sup>2</sup>R<sup>2a</sup>, and NR<sup>2</sup>SO<sub>2</sub>-  
 C<sub>1-4</sub> alkyl;

25 R<sup>7</sup>, at each occurrence, is selected from H, OH, C<sub>1-6</sub> alkyl, C<sub>1-6</sub> alkyl-C(O)-, C<sub>1-6</sub>  
 alkyl-O-, (CH<sub>2</sub>)<sub>n</sub>-phenyl, C<sub>1-6</sub> alkyl-OC(O)-, C<sub>6-10</sub> aryl-O-, C<sub>6-10</sub>  
 aryl-OC(O)-, C<sub>6-10</sub> aryl-CH<sub>2</sub>-C(O)-, C<sub>1-4</sub> alkyl-C(O)O-C<sub>1-4</sub> alkyl-OC(O)-,  
 C<sub>6-10</sub> aryl-C(O)O-C<sub>1-4</sub> alkyl-OC(O)-, C<sub>1-6</sub> alkyl-NH<sub>2</sub>-C(O)-,  
 phenyl-NH<sub>2</sub>-C(O)-, and phenyl C<sub>0-4</sub> alkyl-C(O)-;

30

R<sup>8</sup>, at each occurrence, is selected from H, C<sub>1-6</sub> alkyl, and (CH<sub>2</sub>)<sub>n</sub>-phenyl;

alternatively, R<sup>7</sup> and R<sup>8</sup>, when attached to the same nitrogen, combine to form a 5-10  
 5 membered heterocyclic ring consisting of carbon atoms and 0-2 additional  
 heteroatoms selected from the group consisting of N, O, and S(O)<sub>p</sub>;

R<sup>9</sup>, at each occurrence, is selected from H, C<sub>1-6</sub> alkyl, and (CH<sub>2</sub>)<sub>n</sub>-phenyl;

n, at each occurrence, is selected from 0, 1, 2, and 3;  
 10

p, at each occurrence, is selected from 0, 1, and 2;

r, at each occurrence, is selected from 0, 1, 2, 3, 4, 5, and 6;

15 r<sub>1</sub>, at each occurrence, is selected from 1, 2, 3, 4, 5, and 6; and

t, at each occurrence, is selected from 0, 1, 2, and 3.

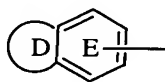
20 2. A compound according to Claim 1, wherein:

one of P and M<sub>1</sub> is -G and the other -A-B;

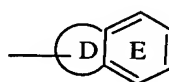
M is 3-8 membered linear chain consisting of: carbon atoms, 1-3 carbonyl groups, 0-1  
 25 thiocarbonyl groups, and 1-3 heteroatoms selected from O, S(O)<sub>p</sub>, and N, and  
 M is substituted with 0-3 R<sup>1a</sup> and 0-2 R<sup>2</sup> and there are 0-1 double bonds,  
 provided that other than an S-S, S-O, or O-O bond is present in M;

G is a group of formula IIa or IIb:

30



IIa



IIb

ring D, including the two atoms of Ring E to which it is attached, is a 5-6 membered ring consisting of: carbon atoms and 0-2 heteroatoms selected from the group consisting of N, O, and S(O)<sub>p</sub>;

5

ring D is substituted with 0-2 R and there are 0-3 ring double bonds;

E is selected from phenyl, pyridyl, pyrimidyl, pyrazinyl, and pyridazinyl, and is substituted with 1-2 R;

10

alternatively, ring D is absent, and ring E is selected from phenyl, pyridyl, pyridazinyl, pyrimidyl, and thienyl, and ring E is substituted with 1-2 R;

alternatively, ring D is absent, ring E is selected from phenyl, pyridyl, and thienyl, and

15

ring E is substituted with 1 R and with a 5 membered heterocycle consisting of: carbon atoms and 1-4 heteroatoms selected from the group consisting of N, O, and S(O)<sub>p</sub>, wherein the 5 membered heterocycle is substituted with 0-1 carbonyls and 1-2 R and there are 0-3 ring double bonds;

20 R is selected from H, C<sub>1-4</sub> alkyl, F, Cl, OH, OCH<sub>3</sub>, OCH<sub>2</sub>CH<sub>3</sub>, OCH(CH<sub>3</sub>)<sub>2</sub>, CN, C(=NH)NH<sub>2</sub>, C(=NH)NHOH, C(=NH)NHOCH<sub>3</sub>, NH<sub>2</sub>, NH(C<sub>1-3</sub> alkyl), N(C<sub>1-3</sub> alkyl)<sub>2</sub>, C(=NH)NH<sub>2</sub>, CH<sub>2</sub>NH<sub>2</sub>, CH<sub>2</sub>NH(C<sub>1-3</sub> alkyl), CH<sub>2</sub>N(C<sub>1-3</sub> alkyl)<sub>2</sub>, (CR<sup>8</sup>R<sup>9</sup>)<sub>t</sub>NR<sup>7</sup>R<sup>8</sup>, C(O)NR<sup>7</sup>R<sup>8</sup>, CH<sub>2</sub>C(O)NR<sup>7</sup>R<sup>8</sup>, S(O)<sub>2</sub>R<sup>3</sup>, S(O)<sub>p</sub>NR<sup>7</sup>R<sup>8</sup>, CH<sub>2</sub>S(O)<sub>p</sub>NR<sup>7</sup>R<sup>8</sup>, and OCF<sub>3</sub>;

25

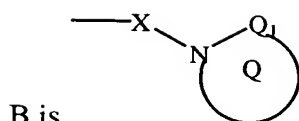
alternatively, when 2 R groups are attached to adjacent atoms, they combine to form methylenedioxy or ethylenedioxy;

A is selected from:

30

C<sub>5-10</sub> carbocycle substituted with 0-2 R<sup>4</sup>, and

5-10 membered heterocycle consisting of: carbon atoms and 1-4 heteroatoms selected from the group consisting of N, O, and S(O)<sub>p</sub> and substituted with 0-2 R<sup>4</sup>;



B is ; provided that Z and B are attached to different atoms on A and that the A-X-N moiety forms other than a N-N-N group;

- 5 ring Q is a 4-7 membered monocyclic or tricyclic ring consisting of, in addition to the N-Q<sub>1</sub> group shown, carbon atoms and 0-2 heteroatoms selected from NR<sup>4c</sup>, O, S, S(O), and S(O)<sub>2</sub>, wherein:

0-2 double bonds are present within the ring and the ring is substituted with 0-2 R<sup>4a</sup>;

10

alternatively, ring Q is a 4-7 membered ring to which another ring is fused, wherein:

the 4-7 membered ring consists of, in addition to the shown amide group, carbon atoms and 0-2 heteroatoms selected from NR<sup>4c</sup>, O, S, S(O), and S(O)<sub>2</sub> and 0-1 double bonds are present within the ring;

15

the fusion ring is phenyl or a 5-6 membered heteroaromatic consisting of carbon atoms and 1-2 heteroatoms selected from NR<sup>4c</sup>, O, and S;

ring Q, which includes the 4-7 membered ring and the fusion ring, is substituted with 0-3 R<sup>4a</sup>;

- 20 X is absent or is selected from  $-(\text{CR}^2\text{R}^{2a})_{1-4}-$ ,  $-\text{C}(\text{O})-$ ,  $-\text{C}(\text{O})\text{CR}^2\text{R}^{2a}-$ ,  $-\text{CR}^2\text{R}^{2a}\text{C}(\text{O})-$ ,  $-\text{S}(\text{O})_2-$ ,  $-\text{S}(\text{O})_2\text{CR}^2\text{R}^{2a}-$ ,  $-\text{CR}^2\text{R}^{2a}\text{S}(\text{O})_2-$ ,  $-\text{NR}^2\text{S}(\text{O})_2-$ ,  $-\text{NR}^2\text{CR}^2\text{R}^{2a}-$ , and  $-\text{OCR}^2\text{R}^{2a}-$ ;

R<sup>1a</sup>, at each occurrence, is selected from H,  $-(\text{CR}^3\text{R}^{3a})_r-\text{R}^{1b}$ ,

- 25  $-(\text{CR}^3\text{R}^{3a})_r-\text{O}-(\text{CR}^3\text{R}^{3a})_r-\text{R}^{1b}$ ,  $-\text{C}_{2-6}$  alkenylene-R<sup>1b</sup>,  $-\text{C}_{2-6}$  alkynylene-R<sup>1b</sup>,  $-(\text{CR}^3\text{R}^{3a})_r-\text{C}(=\text{NR}^{1b})\text{NR}^3\text{R}^{1b}$ ,  $\text{NR}^3(\text{CR}^3\text{R}^{3a})_t\text{R}^{1c}$ ,  $\text{O}(\text{CR}^3\text{R}^{3a})_t\text{R}^{1c}$ ,  $(\text{CR}^3\text{R}^{3a})_r\text{SCR}^3\text{R}^{3a}\text{R}^{1c}$ ,  $(\text{CR}^3\text{R}^{3a})_r\text{NR}^3(\text{CR}^3\text{R}^{3a})_t\text{R}^{1b}$ ,  $(\text{CR}^3\text{R}^{3a})_r\text{C}(\text{O})\text{NR}^2(\text{CR}^3\text{R}^{3a})_t\text{R}^{1b}$ ,  $\text{CO}_2(\text{CR}^3\text{R}^{3a})_t\text{R}^{1b}$ ,  $\text{O}(\text{CR}^3\text{R}^{3a})_t\text{R}^{1b}$ ,  $\text{S}(\text{O})_p(\text{CR}^3\text{R}^{3a})_r\text{R}^{1d}$ ,  $\text{O}(\text{CR}^3\text{R}^{3a})_r\text{R}^{1d}$ ,  $\text{NR}^3(\text{CR}^3\text{R}^{3a})_t\text{R}^{1d}$ ,

OC(O)NR<sup>3</sup>(CR<sup>3</sup>R<sup>3a</sup>)<sub>r</sub>R<sup>1d</sup>, NR<sup>3</sup>C(O)NR<sup>3</sup>(CR<sup>3</sup>R<sup>3a</sup>)<sub>r</sub>R<sup>1d</sup>,  
 NR<sup>3</sup>C(O)O(CR<sup>3</sup>R<sup>3a</sup>)<sub>r</sub>R<sup>1d</sup>, and NR<sup>3</sup>C(O)(CR<sup>3</sup>R<sup>3a</sup>)<sub>r</sub>R<sup>1d</sup>, provided that R<sup>1a</sup>  
 forms other than an N-halo, N-S, O-O, or N-CN bond;

5 alternatively, when two R<sup>1a</sup> groups are attached to the same carbon atom, together  
 with the carbon atom to which they are attached they form a 3-10 membered  
 carbocyclic or heterocyclic ring consisting of: carbon atoms and 0-4  
 heteroatoms selected from the group consisting of N, O, and S(O)<sub>p</sub>, this ring  
 being substituted with 0-2 R<sup>4</sup> and 0-3 ring double bonds;

10

R<sup>1b</sup> is selected from H, CH<sub>3</sub>, CH<sub>2</sub>CH<sub>3</sub>, CH<sub>2</sub>CH<sub>2</sub>CH<sub>3</sub>, CH(CH<sub>3</sub>)<sub>2</sub>, F, Cl, Br, I, -CN, -  
 CHO, CF<sub>3</sub>, (CR<sup>3</sup>R<sup>3a</sup>)<sub>r</sub>OR<sup>2</sup>, NR<sup>2</sup>R<sup>2a</sup>, C(O)R<sup>2b</sup>, CO<sub>2</sub>R<sup>2b</sup>, OC(O)R<sup>2</sup>, CO<sub>2</sub>R<sup>2a</sup>,  
 S(O)<sub>p</sub>R<sup>2</sup>, NR<sup>2</sup>(CH<sub>2</sub>)<sub>r</sub>OR<sup>2</sup>, NR<sup>2</sup>C(O)R<sup>2b</sup>, NR<sup>2</sup>C(O)NR<sup>2</sup>R<sup>2a</sup>, NR<sup>2</sup>C(O)<sub>2</sub>R<sup>2a</sup>,  
 OC(O)NR<sup>2</sup>R<sup>2a</sup>, C(O)NR<sup>2</sup>R<sup>2a</sup>, C(O)NR<sup>2</sup>(CH<sub>2</sub>)<sub>r</sub>OR<sup>2</sup>, SO<sub>2</sub>NR<sup>2</sup>R<sup>2a</sup>,  
 15 NR<sup>2</sup>SO<sub>2</sub>NR<sup>2</sup>R<sup>2a</sup>, NR<sup>2</sup>SO<sub>2</sub>R<sup>2</sup>, C(O)NR<sup>2</sup>SO<sub>2</sub>R<sup>2</sup>, SO<sub>2</sub>NR<sup>2</sup>C(O)R<sup>2</sup>, C<sub>3-10</sub>  
 carbocycle substituted with 0-2 R<sup>4</sup>, and 4-10 membered heterocycle consisting  
 of carbon atoms and from 1-4 heteroatoms selected from the group consisting  
 of N, O, and S(O)<sub>p</sub> and substituted with 0-2 R<sup>4</sup>, provided that R<sup>1b</sup> forms other  
 than an O-O, N-halo, N-S, or N-CN bond;

20

R<sup>1c</sup> is selected from H, CH(CH<sub>2</sub>OR<sup>2</sup>)<sub>2</sub>, C(O)R<sup>2c</sup>, C(O)NR<sup>2</sup>R<sup>2a</sup>, S(O)R<sup>2</sup>, S(O)<sub>2</sub>R<sup>2</sup>,  
 and SO<sub>2</sub>NR<sup>2</sup>R<sup>2a</sup>;

R<sup>2</sup>, at each occurrence, is selected from H, CF<sub>3</sub>, CH<sub>3</sub>, CH<sub>2</sub>CH<sub>3</sub>, CH<sub>2</sub>CH<sub>2</sub>CH<sub>3</sub>,  
 25 CH(CH<sub>3</sub>)<sub>2</sub>, CH<sub>2</sub>CH<sub>2</sub>CH<sub>2</sub>CH<sub>3</sub>, CH<sub>2</sub>CH(CH<sub>3</sub>)<sub>2</sub>, CH(CH<sub>3</sub>)CH<sub>2</sub>CH<sub>3</sub>, C(CH<sub>3</sub>)<sub>3</sub>,  
 benzyl, C<sub>5-6</sub> carbocycle substituted with 0-2 R<sup>4b</sup>, a C<sub>5-6</sub> carbocyclic-CH<sub>2</sub>-  
 group substituted with 0-2 R<sup>4b</sup>, and 5-6 membered heterocycle consisting of:  
 carbon atoms and 1-4 heteroatoms selected from the group consisting of N, O,  
 and S(O)<sub>p</sub> and substituted with 0-2 R<sup>4b</sup>;

30

R<sup>2a</sup>, at each occurrence, is selected from H, CF<sub>3</sub>, CH<sub>3</sub>, CH<sub>2</sub>CH<sub>3</sub>, CH<sub>2</sub>CH<sub>2</sub>CH<sub>3</sub>,  
 CH(CH<sub>3</sub>)<sub>2</sub>, CH<sub>2</sub>CH<sub>2</sub>CH<sub>2</sub>CH<sub>3</sub>, CH<sub>2</sub>CH(CH<sub>3</sub>)<sub>2</sub>, CH(CH<sub>3</sub>)CH<sub>2</sub>CH<sub>3</sub>, C(CH<sub>3</sub>)<sub>3</sub>,  
 benzyl, C<sub>5-6</sub> carbocycle substituted with 0-2 R<sup>4b</sup>, and 5-6 membered  
 heterocycle consisting of: carbon atoms and 1-4 heteroatoms selected from the  
 5 group consisting of N, O, and S(O)<sub>p</sub> and substituted with 0-2 R<sup>4b</sup>;

alternatively, R<sup>2</sup> and R<sup>2a</sup>, together with the atom to which they are attached, combine  
 to form a 5 or 6 membered saturated, partially saturated or unsaturated ring  
 substituted with 0-2 R<sup>4b</sup> and consisting of: 0-1 additional heteroatoms  
 10 selected from the group consisting of N, O, and S(O)<sub>p</sub>;

R<sup>2b</sup>, at each occurrence, is selected from CF<sub>3</sub>, C<sub>1-4</sub> alkoxy, CH<sub>3</sub>, CH<sub>2</sub>CH<sub>3</sub>,  
 CH<sub>2</sub>CH<sub>2</sub>CH<sub>3</sub>, CH(CH<sub>3</sub>)<sub>2</sub>, CH<sub>2</sub>CH<sub>2</sub>CH<sub>2</sub>CH<sub>3</sub>, CH<sub>2</sub>CH(CH<sub>3</sub>)<sub>2</sub>,  
 CH(CH<sub>3</sub>)CH<sub>2</sub>CH<sub>3</sub>, C(CH<sub>3</sub>)<sub>3</sub>, benzyl, C<sub>5-6</sub> carbocycle substituted with 0-2  
 15 R<sup>4b</sup>, and 5-6 membered heterocycle consisting of: carbon atoms and 1-4  
 heteroatoms selected from the group consisting of N, O, and S(O)<sub>p</sub> and  
 substituted with 0-2 R<sup>4b</sup>;

R<sup>2c</sup>, at each occurrence, is selected from CF<sub>3</sub>, OH, C<sub>1-4</sub> alkoxy, CH<sub>3</sub>, CH<sub>2</sub>CH<sub>3</sub>,  
 20 CH<sub>2</sub>CH<sub>2</sub>CH<sub>3</sub>, CH(CH<sub>3</sub>)<sub>2</sub>, CH<sub>2</sub>CH<sub>2</sub>CH<sub>2</sub>CH<sub>3</sub>, CH<sub>2</sub>CH(CH<sub>3</sub>)<sub>2</sub>,  
 CH(CH<sub>3</sub>)CH<sub>2</sub>CH<sub>3</sub>, C(CH<sub>3</sub>)<sub>3</sub>, benzyl, C<sub>5-6</sub> carbocycle substituted with 0-2  
 R<sup>4b</sup>, and 5-6 membered heterocycle containing from 1-4 heteroatoms selected  
 from the group consisting of N, O, and S(O)<sub>p</sub> and substituted with 0-2 R<sup>4b</sup>;

25 R<sup>3</sup>, at each occurrence, is selected from H, CH<sub>3</sub>, CH<sub>2</sub>CH<sub>3</sub>, CH<sub>2</sub>CH<sub>2</sub>CH<sub>3</sub>, CH(CH<sub>3</sub>)<sub>2</sub>,  
 benzyl, and phenyl;

R<sup>3a</sup>, at each occurrence, is selected from H, CH<sub>3</sub>, CH<sub>2</sub>CH<sub>3</sub>, CH<sub>2</sub>CH<sub>2</sub>CH<sub>3</sub>, CH(CH<sub>3</sub>)<sub>2</sub>,  
 benzyl, and phenyl;

30

alternatively,  $R^3$  and  $R^{3a}$ , together with the nitrogen atom to which they are attached, combine to form a 5 or 6 membered saturated, partially unsaturated, or unsaturated ring consisting of: carbon atoms and the nitrogen atom to which  $R^3$  and  $R^{3a}$  are attached;

5

$R^{3c}$ , at each occurrence, is selected from  $CH_3$ ,  $CH_2CH_3$ ,  $CH_2CH_2CH_3$ ,  $CH(CH_3)_2$ , benzyl, and phenyl;

10

$R^{3d}$ , at each occurrence, is selected from H,  $CH_3$ ,  $CH_2CH_3$ ,  $CH_2CH_2CH_3$ ,  $CH(CH_3)_2$ ,  $CH_2$ -phenyl,  $CH_2CH_2$ -phenyl, and  $C(=O)R^{3c}$ ;

15

$R^4$ , at each occurrence, is selected from H,  $=O$ ,  $(CH_2)_rOR^2$ , F, Cl, Br, I,  $CH_3$ ,  $CH_2CH_3$ ,  $CH_2CH_2CH_3$ ,  $CH(CH_3)_2$ ,  $CH_2CH_2CH_2CH_3$ ,  $CH_2CH(CH_3)_2$ ,  $CH(CH_3)CH_2CH_3$ ,  $C(CH_3)_3$ ,  $-CN$ ,  $NO_2$ ,  $(CH_2)_rNR^2R^{2a}$ ,  $(CH_2)_rC(O)R^{2c}$ ,  $(CH_2)_rNR^2C(O)R^{2b}$ ,  $(CH_2)_rC(O)NR^2R^{2a}$ ,  $(CH_2)_rNR^3(CH_2)_{1-4}C(O)NR^3R^{3a}$ ,  $(CH_2)_rNR^3(CH_2)_{1-4}C(O)OR^3$ ,  $(CH_2)_rNR^3(CH_2)_{1-4}NR^3R^{3a}$ ,  $(CH_2)_rNR^3(CH_2)_{1-4}NR^3C(O)R^{3a}$ ,  $(CH_2)_rNR^3(CH_2)_{1-4}NR^3SO_2R^{3a}$ ,  $(CH_2)_rNR^2C(O)NR^2R^{2a}$ ,  $(CH_2)_rC(=NR^2)NR^2R^{2a}$ ,  $(CH_2)_rNHC(=NR^2)NR^2R^{2a}$ ,  $(CH_2)_rSO_2NR^2R^{2a}$ ,  $(CH_2)_rNR^2SO_2NR^2R^{2a}$ ,  $(CH_2)_rNR^2SO_2-C_{1-4}$  alkyl,  $(CH_2)_rNR^2SO_2R^5$ ,  $(CH_2)_rS(O)_pR^{5a}$ ,  $(CH_2)_rCF_3$ ,  $(CH_2)_{r-3-7}$  membered carbocycle substituted with 0-1  $R^5$ , and a  $(CH_2)_{r-5-10}$  membered heterocycle consisting of: carbon atoms and 1-4 heteroatoms selected from the group consisting of N, O, and  $S(O)_p$  and substituted with 0-1  $R^5$ ;

25

$R^{4a}$ , at each occurrence, is selected from H,  $=O$ ,  $CH_2OR^2$ ,  $OR^2$ ,  $CH_2F$ , F,  $CH_2Br$ , Br,  $CH_2Cl$ , Cl,  $C_{1-4}$  alkyl,  $CH_2-CN$ ,  $-CN$ ,  $CH_2NO_2$ ,  $NO_2$ ,  $CH_2NR^2R^{2a}$ ,  $NR^2R^{2a}$ ,  $CH_2-C(O)R^{2c}$ ,  $C(O)R^{2c}$ ,  $NR^2C(O)R^{2b}$ ,  $(CH_2)_rC(O)NR^2R^{2a}$ ,  $NR^2C(O)NR^2R^{2a}$ ,  $(CH_2)_rSO_2NR^2R^{2a}$ ,  $NR^2SO_2NR^2R^{2a}$ ,  $NR^2SO_2-C_{1-4}$  alkyl,  $NR^2SO_2R^5$ ,  $(CH_2)_rS(O)_pR^{5a}$ ,  $CH_2CF_3$ ,  $CF_3$ ,  $CH_2$ -5-6 membered carbocycle

30

substituted with 0-1 R<sup>5</sup>, 5-6 membered carbocycle substituted with 0-1 R<sup>5</sup>, and a CH<sub>2</sub>-5-6 membered heterocycle consisting of: carbon atoms and 1-4 heteroatoms selected from the group consisting of N, O, and S(O)<sub>p</sub> and substituted with 0-1 R<sup>5</sup>, and 5-6 membered heterocycle consisting of: carbon atoms and 1-4 heteroatoms selected from the group consisting of N, O, and S(O)<sub>p</sub> and substituted with 0-1 R<sup>5</sup>;

R<sup>4b</sup>, at each occurrence, is selected from H, =O, OR<sup>3</sup>, (CH<sub>2</sub>)<sub>r</sub>OR<sup>3</sup>, F, Cl, CH<sub>3</sub>, CH<sub>2</sub>CH<sub>3</sub>, CH<sub>2</sub>CH<sub>2</sub>CH<sub>3</sub>, CH(CH<sub>3</sub>)<sub>2</sub>, CH<sub>2</sub>CH<sub>2</sub>CH<sub>2</sub>CH<sub>3</sub>, CH<sub>2</sub>CH(CH<sub>3</sub>)<sub>2</sub>, CH(CH<sub>3</sub>)CH<sub>2</sub>CH<sub>3</sub>, C(CH<sub>3</sub>)<sub>3</sub>, -CN, NO<sub>2</sub>, (CH<sub>2</sub>)<sub>r</sub>NR<sup>3</sup>R<sup>3a</sup>, (CH<sub>2</sub>)<sub>r</sub>C(O)R<sup>3</sup>, (CH<sub>2</sub>)<sub>r</sub>C(O)OR<sup>3c</sup>, (CH<sub>2</sub>)<sub>r</sub>NR<sup>3</sup>C(O)R<sup>3a</sup>, (CH<sub>2</sub>)<sub>r</sub>C(O)NR<sup>3</sup>R<sup>3a</sup>, (CH<sub>2</sub>)<sub>r</sub>NR<sup>3</sup>C(O)NR<sup>3</sup>R<sup>3a</sup>, (CH<sub>2</sub>)<sub>r</sub>C(=NR<sup>3</sup>)NR<sup>3</sup>R<sup>3a</sup>, (CH<sub>2</sub>)<sub>r</sub>NR<sup>3</sup>C(=NR<sup>3</sup>)NR<sup>3</sup>R<sup>3a</sup>, (CH<sub>2</sub>)<sub>r</sub>SO<sub>2</sub>NR<sup>3</sup>R<sup>3a</sup>, (CH<sub>2</sub>)<sub>r</sub>NR<sup>3</sup>SO<sub>2</sub>NR<sup>3</sup>R<sup>3a</sup>, (CH<sub>2</sub>)<sub>r</sub>NR<sup>3</sup>SO<sub>2</sub>-C<sub>1-4</sub> alkyl, (CH<sub>2</sub>)<sub>r</sub>NR<sup>3</sup>SO<sub>2</sub>CF<sub>3</sub>, (CH<sub>2</sub>)<sub>r</sub>NR<sup>3</sup>SO<sub>2</sub>-phenyl, (CH<sub>2</sub>)<sub>r</sub>S(O)<sub>p</sub>CF<sub>3</sub>, (CH<sub>2</sub>)<sub>r</sub>S(O)<sub>p</sub>-C<sub>1-4</sub> alkyl, (CH<sub>2</sub>)<sub>r</sub>S(O)<sub>p</sub>-phenyl, and (CH<sub>2</sub>)<sub>r</sub>CF<sub>3</sub>;

R<sup>4c</sup>, at each occurrence, is selected from H, CH<sub>3</sub>, CH<sub>2</sub>CH<sub>3</sub>, CH<sub>2</sub>CH<sub>2</sub>CH<sub>3</sub>, CH(CH<sub>3</sub>)<sub>2</sub>, CH<sub>2</sub>CH<sub>2</sub>CH<sub>2</sub>CH<sub>3</sub>, CH<sub>2</sub>CH(CH<sub>3</sub>)<sub>2</sub>, CH(CH<sub>3</sub>)CH<sub>2</sub>CH<sub>3</sub>, C(CH<sub>3</sub>)<sub>3</sub>, CH<sub>2</sub>OR<sup>2</sup>, CH<sub>2</sub>F, CH<sub>2</sub>Br, CH<sub>2</sub>Cl, CH<sub>2</sub>CN, CH<sub>2</sub>NO<sub>2</sub>, CH<sub>2</sub>NR<sup>2</sup>R<sup>2a</sup>, C(O)R<sup>2c</sup>, CH<sub>2</sub>C(O)R<sup>2c</sup>, CH<sub>2</sub>NR<sup>2</sup>C(O)R<sup>2b</sup>, C(O)NR<sup>2</sup>R<sup>2a</sup>, CH<sub>2</sub>C(O)NR<sup>2</sup>R<sup>2a</sup>, CH<sub>2</sub>NR<sup>2</sup>C(O)NR<sup>2</sup>R<sup>2a</sup>, SO<sub>2</sub>NR<sup>2</sup>R<sup>2a</sup>, CH<sub>2</sub>SO<sub>2</sub>NR<sup>2</sup>R<sup>2a</sup>, CH<sub>2</sub>NR<sup>2</sup>SO<sub>2</sub>NR<sup>2</sup>R<sup>2a</sup>, CH<sub>2</sub>NR<sup>2</sup>SO<sub>2</sub>-C<sub>1-4</sub> alkyl, C(O)NHSO<sub>2</sub>-C<sub>1-4</sub> alkyl, CH<sub>2</sub>C(O)NHSO<sub>2</sub>-C<sub>1-4</sub> alkyl, CH<sub>2</sub>NR<sup>2</sup>SO<sub>2</sub>R<sup>5</sup>, S(O)<sub>p</sub>R<sup>5a</sup>, CH<sub>2</sub>S(O)<sub>p</sub>R<sup>5a</sup>, CF<sub>3</sub>, CH<sub>2</sub>CF<sub>3</sub>, 5-6 membered carbocycle substituted with 0-1 R<sup>5</sup>, CH<sub>2</sub>-5-6 membered carbocycle substituted with 0-1 R<sup>5</sup>, 5-6 membered heterocycle consisting of: carbon atoms and 1-4 heteroatoms selected from the group consisting of N, O, and S(O)<sub>p</sub> and substituted with 0-1 R<sup>5</sup>, and a CH<sub>2</sub>-5-6 membered heterocycle



consisting of: carbon atoms and 1-4 heteroatoms selected from the group consisting of N, O, and S(O)<sub>p</sub> and substituted with 0-1 R<sup>5</sup>;

5 R<sup>5</sup>, at each occurrence, is selected from H, =O, CH<sub>3</sub>, CH<sub>2</sub>CH<sub>3</sub>, CH<sub>2</sub>CH<sub>2</sub>CH<sub>3</sub>, CH(CH<sub>3</sub>)<sub>2</sub>, CH<sub>2</sub>CH<sub>2</sub>CH<sub>2</sub>CH<sub>3</sub>, CH<sub>2</sub>CH(CH<sub>3</sub>)<sub>2</sub>, CH(CH<sub>3</sub>)CH<sub>2</sub>CH<sub>3</sub>, C(CH<sub>3</sub>)<sub>3</sub>, OR<sup>3</sup>, CH<sub>2</sub>OR<sup>3</sup>, F, Cl, -CN, NO<sub>2</sub>, NR<sup>3</sup>R<sup>3a</sup>, CH<sub>2</sub>NR<sup>3</sup>R<sup>3a</sup>, C(O)R<sup>3</sup>, CH<sub>2</sub>C(O)R<sup>3</sup>, C(O)OR<sup>3c</sup>, CH<sub>2</sub>C(O)OR<sup>3c</sup>, NR<sup>3</sup>C(O)R<sup>3a</sup>, C(O)NR<sup>3</sup>R<sup>3a</sup>, NR<sup>3</sup>C(O)NR<sup>3</sup>R<sup>3a</sup>, CH(=NOR<sup>3d</sup>), C(=NR<sup>3</sup>)NR<sup>3</sup>R<sup>3a</sup>, NR<sup>3</sup>C(=NR<sup>3</sup>)NR<sup>3</sup>R<sup>3a</sup>, SO<sub>2</sub>NR<sup>3</sup>R<sup>3a</sup>, NR<sup>3</sup>SO<sub>2</sub>NR<sup>3</sup>R<sup>3a</sup>, NR<sup>3</sup>SO<sub>2</sub>-C<sub>1-4</sub> alkyl, NR<sup>3</sup>SO<sub>2</sub>CF<sub>3</sub>, NR<sup>3</sup>SO<sub>2</sub>-phenyl, S(O)<sub>p</sub>CF<sub>3</sub>, S(O)<sub>p</sub>-C<sub>1-4</sub> alkyl, S(O)<sub>p</sub>-phenyl, CF<sub>3</sub>, phenyl substituted with 0-2 R<sup>6</sup>, naphthyl substituted with 0-2 R<sup>6</sup>, and benzyl substituted with 0-2 R<sup>6</sup>;

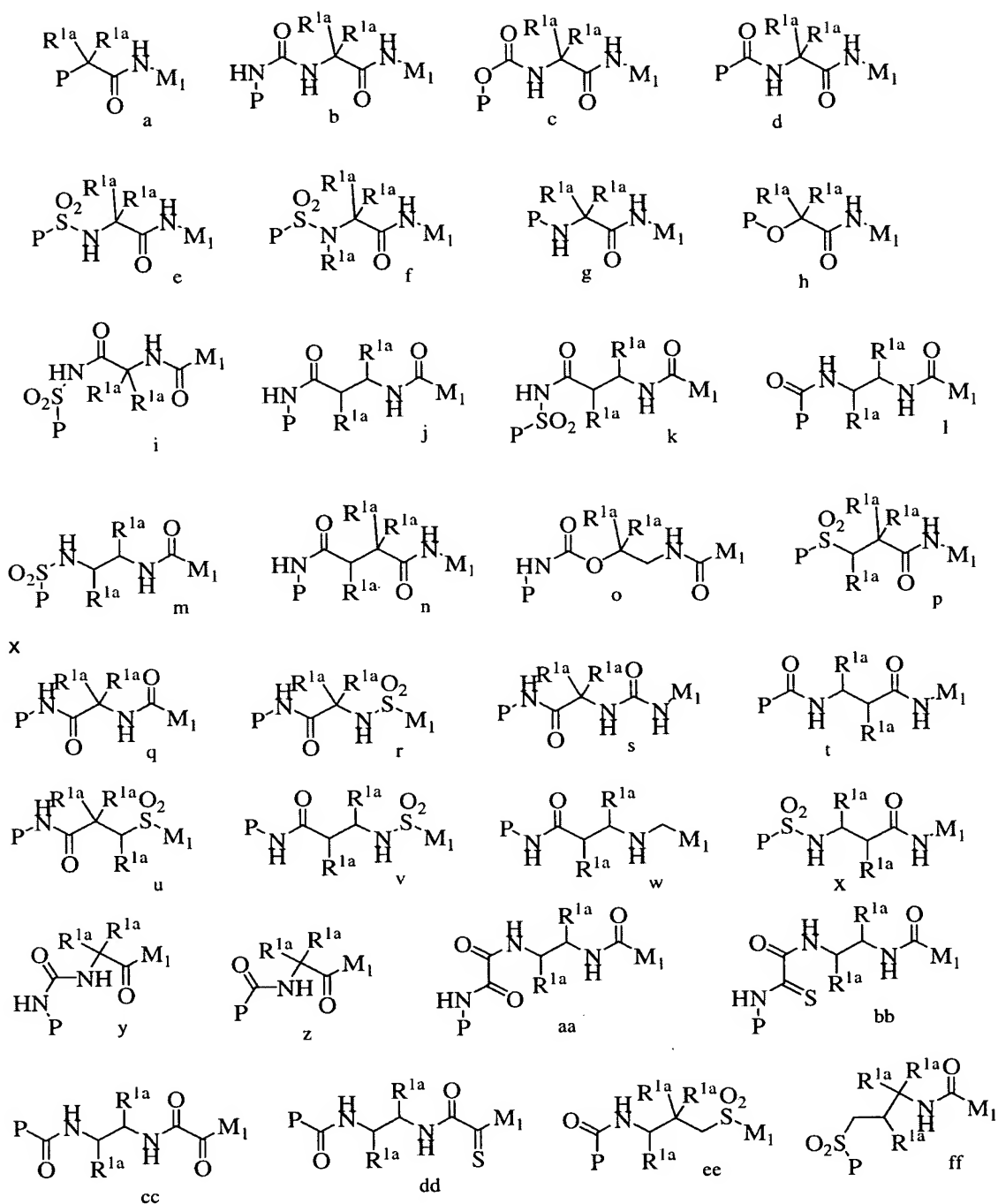
15 R<sup>6</sup>, at each occurrence, is selected from H, OH, OR<sup>2</sup>, F, Cl, CH<sub>3</sub>, CH<sub>2</sub>CH<sub>3</sub>, CH<sub>2</sub>CH<sub>2</sub>CH<sub>3</sub>, CH(CH<sub>3</sub>)<sub>2</sub>, CH<sub>2</sub>CH<sub>2</sub>CH<sub>2</sub>CH<sub>3</sub>, CH<sub>2</sub>CH(CH<sub>3</sub>)<sub>2</sub>, CH(CH<sub>3</sub>)CH<sub>2</sub>CH<sub>3</sub>, C(CH<sub>3</sub>)<sub>3</sub>, -CN, NO<sub>2</sub>, NR<sup>2</sup>R<sup>2a</sup>, CH<sub>2</sub>NR<sup>2</sup>R<sup>2a</sup>, C(O)R<sup>2b</sup>, CH<sub>2</sub>C(O)R<sup>2b</sup>, NR<sup>2</sup>C(O)R<sup>2b</sup>, NR<sup>2</sup>C(O)NR<sup>2</sup>R<sup>2a</sup>, C(=NH)NH<sub>2</sub>, NHC(=NH)NH<sub>2</sub>, SO<sub>2</sub>NR<sup>2</sup>R<sup>2a</sup>, NR<sup>2</sup>SO<sub>2</sub>NR<sup>2</sup>R<sup>2a</sup>, and NR<sup>2</sup>SO<sub>2</sub>C<sub>1-4</sub> alkyl;

20 r, at each occurrence, is selected from 0, 1, 2, and 3;

r<sub>1</sub>, at each occurrence, is selected from 1, 2, and 3; and

25 t, at each occurrence, is selected from 0, 1, and 2.

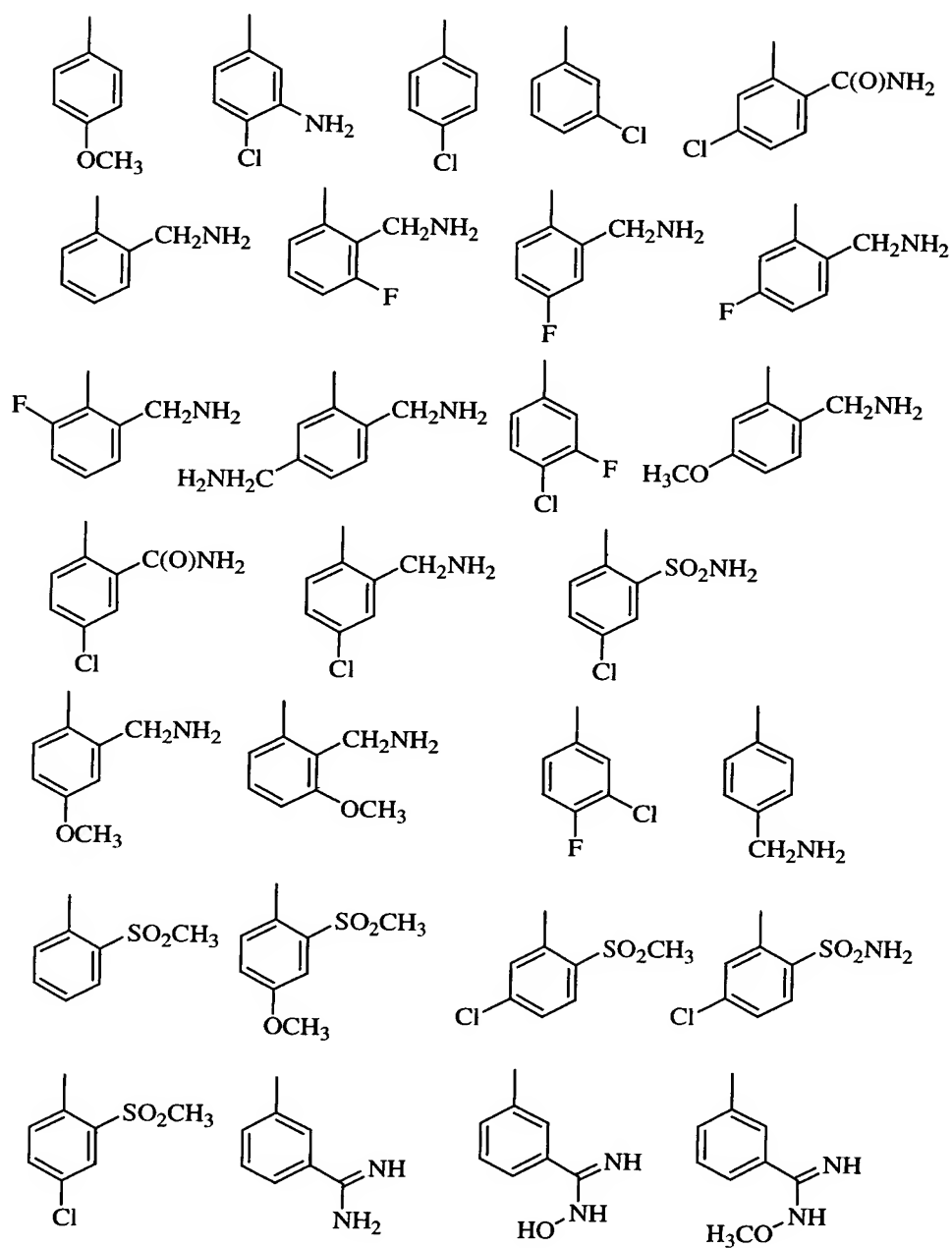
3. A compound according to Claim 2, wherein the compound is selected from compounds a-ff:

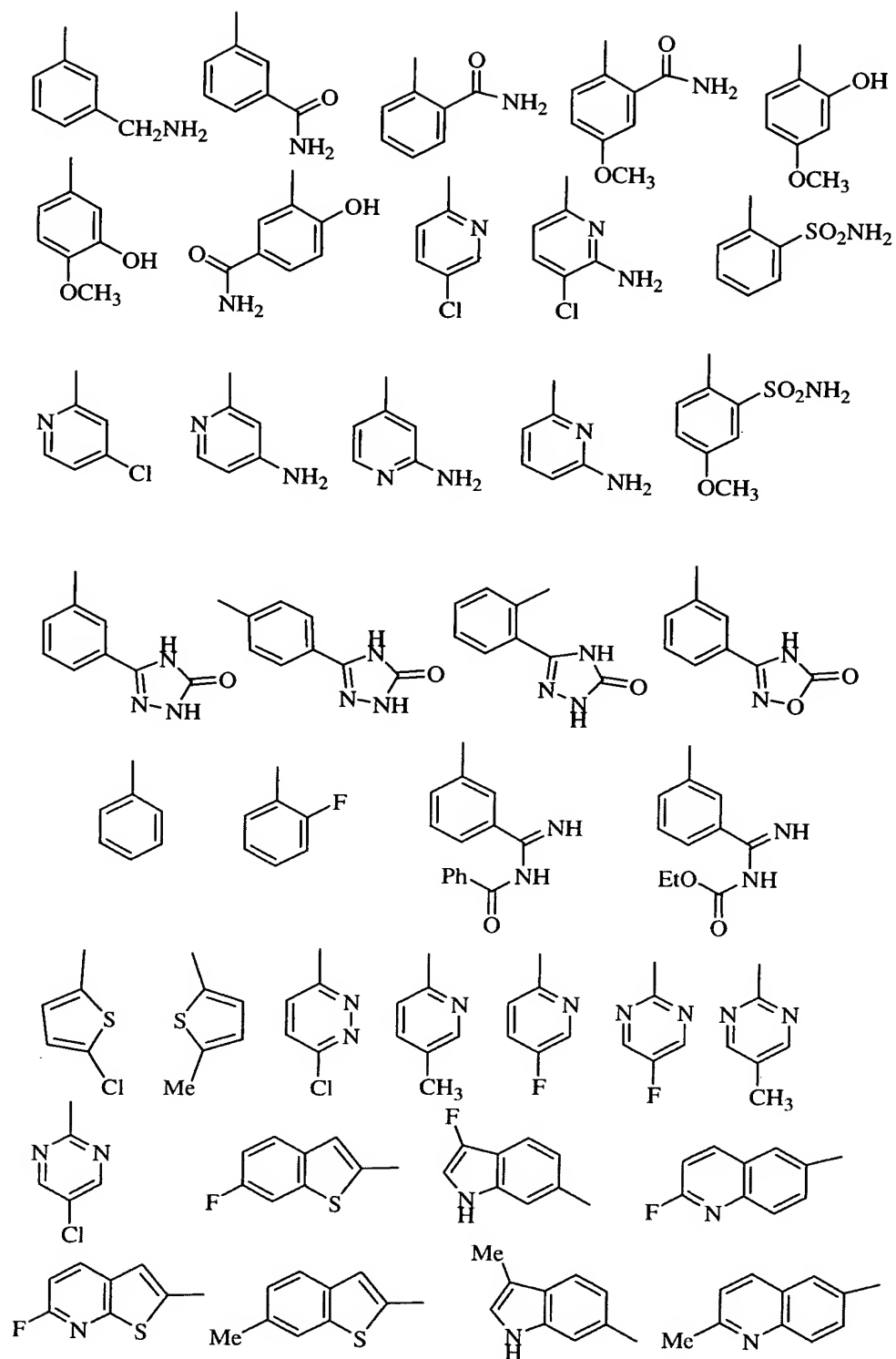


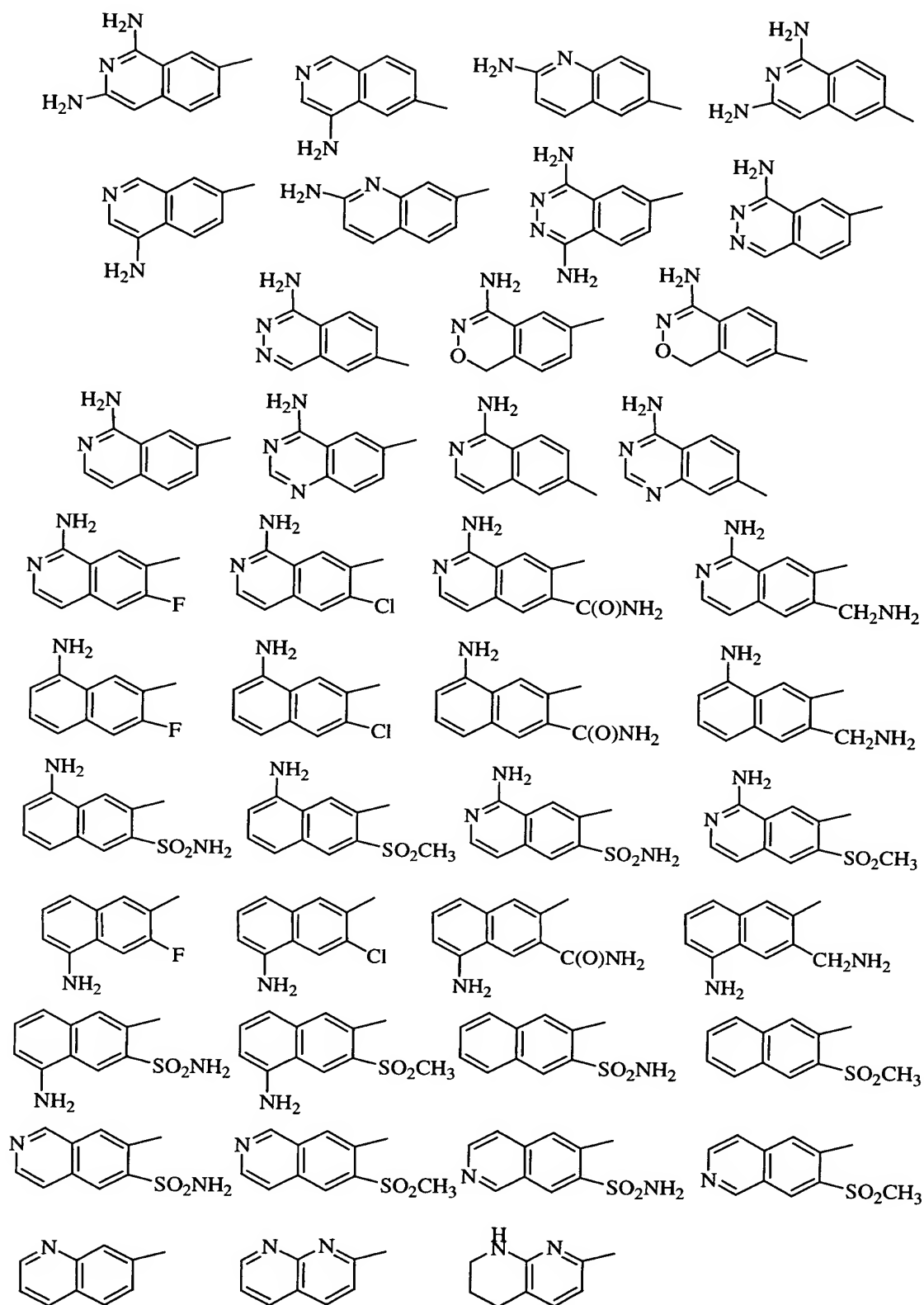
5 wherein:

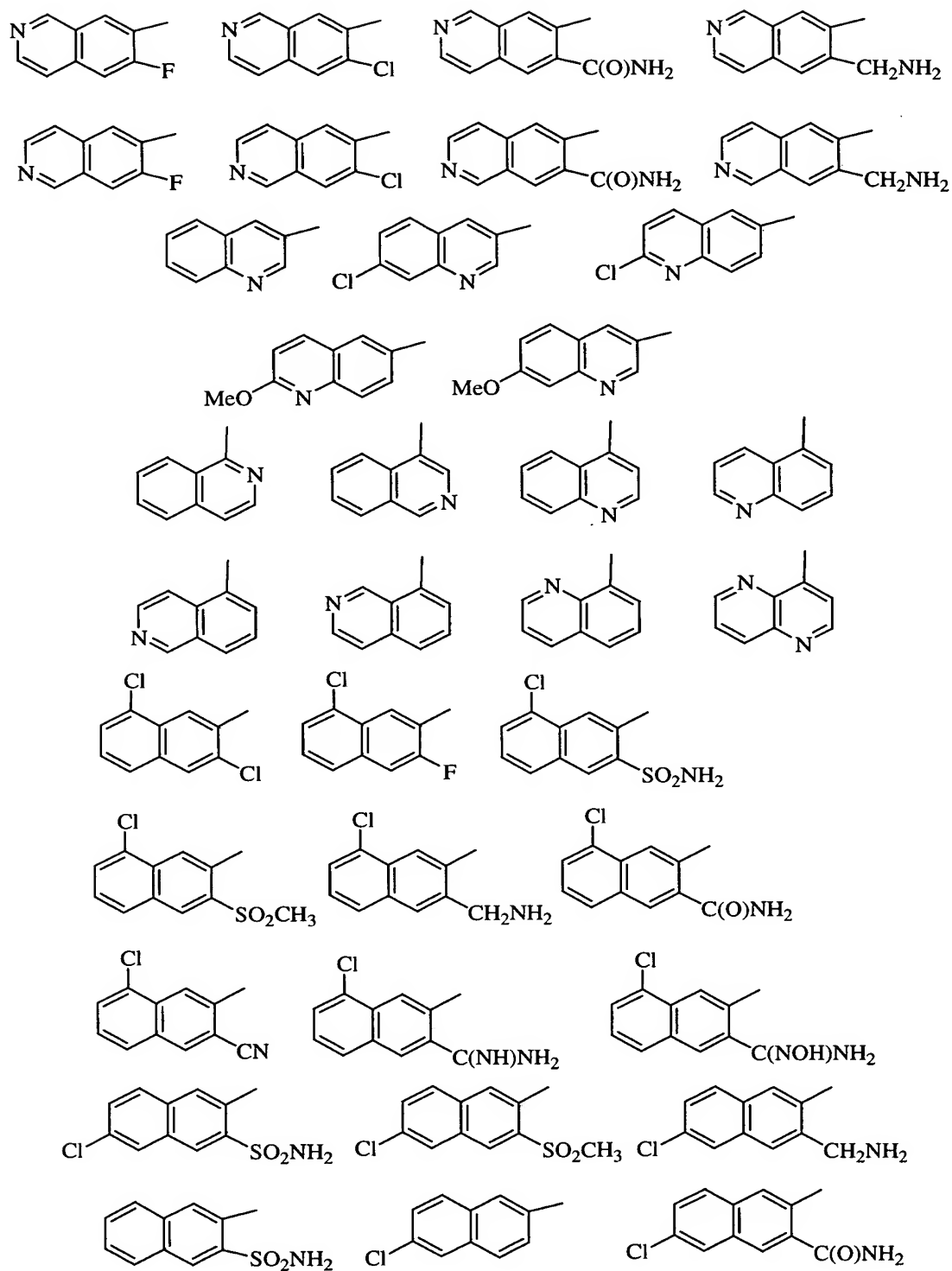
one of P and  $M_1$  is -G and the other -A-B;

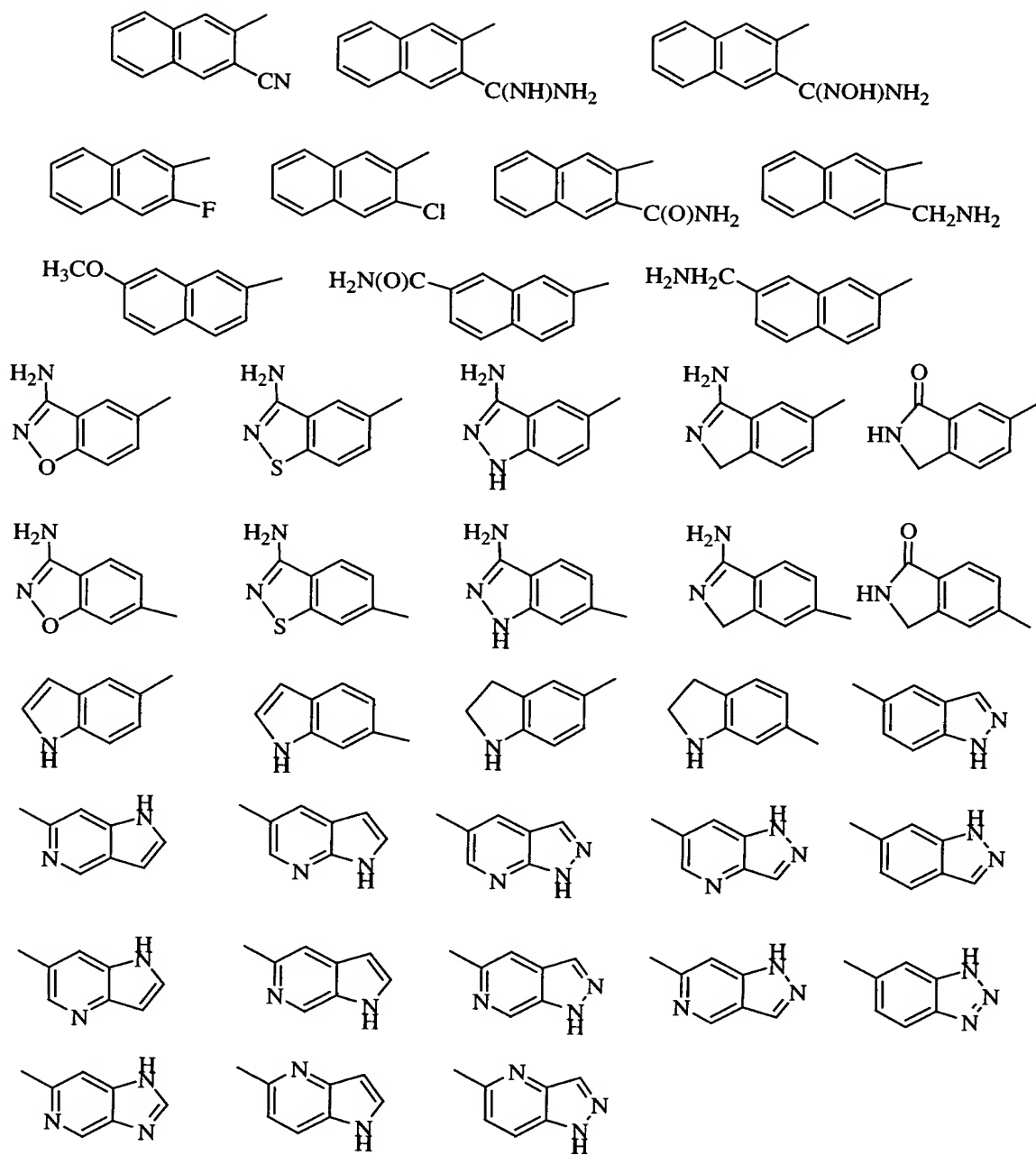
G is selected from the group:

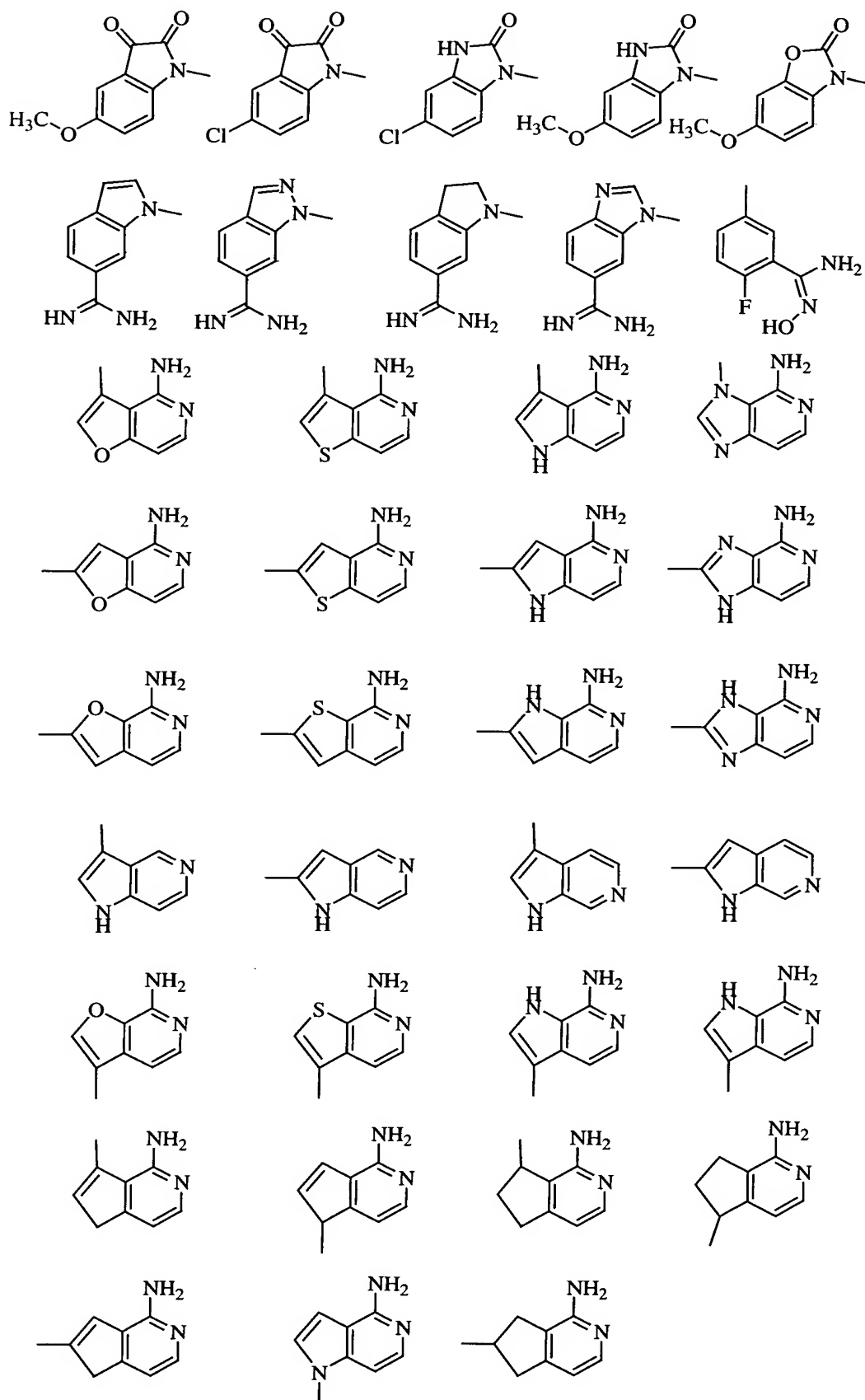




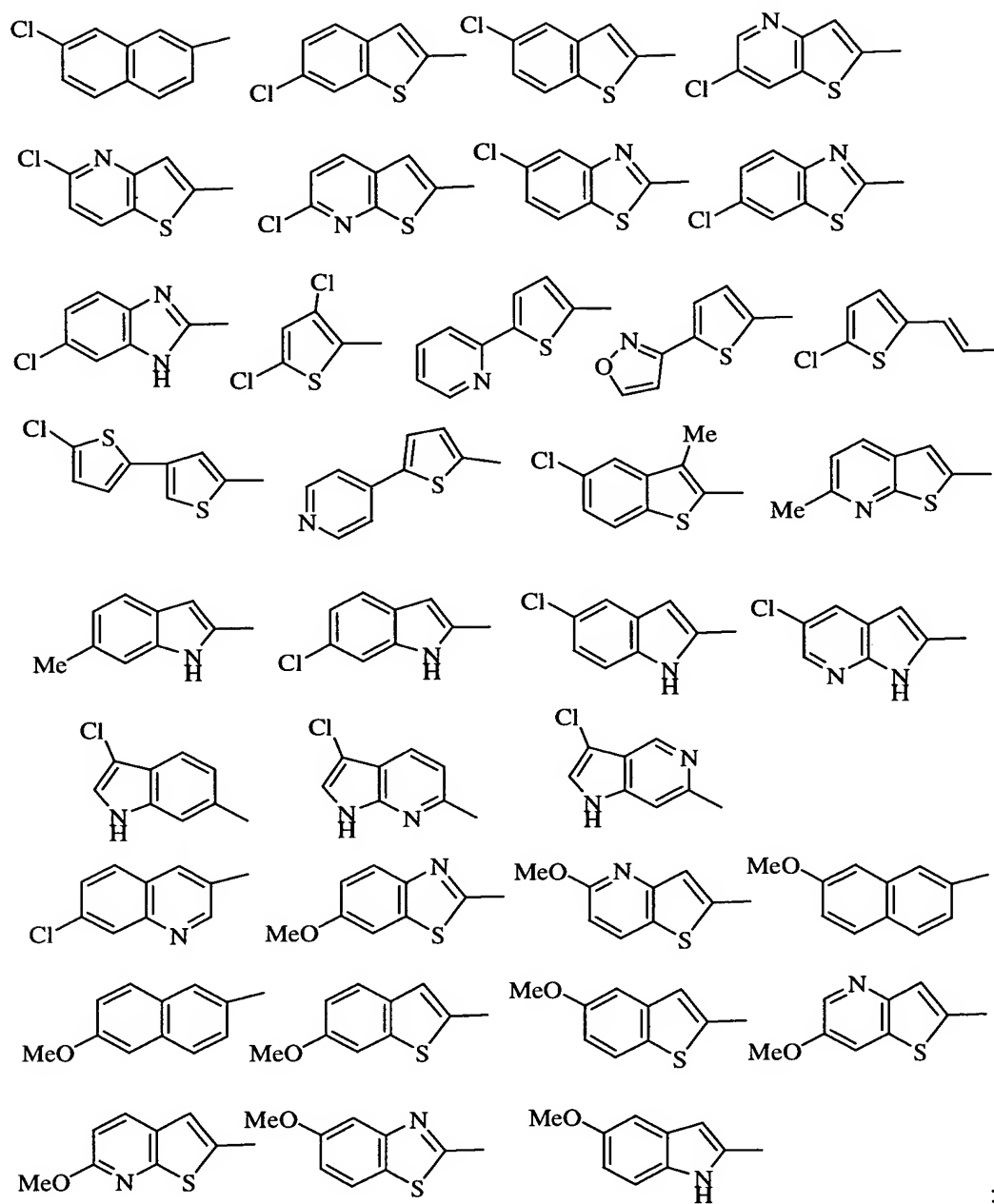








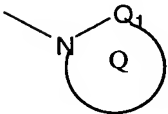




5 A is selected from one of the following carbocyclic and heterocyclic groups which are substituted with 0-2 R<sup>4</sup>;

cyclohexyl, phenyl, piperidiny, piperaziny, pyridyl, pyrimidyl, furanyl, morpholinyl, thienyl, pyrrolyl, pyrrolidinyl, oxazolyl, isoxazolyl, thiazolyl, isothiazolyl, pyrazolyl, imidazolyl, 1,2,3-oxadiazolyl, 1,2,4-oxadiazolyl, 1,2,5-oxadiazolyl, 1,3,4-oxadiazolyl, 1,2,3-thiadiazolyl, 1,2,4-thiadiazolyl, 1,2,5-thiadiazolyl, 1,3,4-thiadiazolyl, 1,2,3-triazolyl,

1,2,4-triazolyl, 1,2,5-triazolyl, 1,3,4-triazolyl, benzofuranyl, benzothiofuranyl, indolinyl, indolyl, benzimidazolyl, benzoxazolyl, benzthiazolyl, indazolyl, benzisoxazolyl, benzisothiazolyl, and isoindazolyl;

5 B is ; provided that Z and B are attached to different atoms on A;

Q<sub>1</sub> is selected from C=O and SO<sub>2</sub>;

10 ring Q is a 5-7 membered ring consisting of, in addition to the amide group shown, carbon atoms and 0-2 heteroatoms selected from NR<sup>4c</sup>, O, S, S(O), and S(O)<sub>2</sub>, wherein:

0-2 double bonds are present within the ring and the ring is substituted with 0-2 R<sup>4a</sup>;

15 alternatively, ring Q is a 5-7 membered ring to which another ring is fused, wherein: the 5-7 membered ring consists of, in addition to the shown amide group, carbon atoms and 0-2 heteroatoms selected from NR<sup>4c</sup>, O, S, S(O), and S(O)<sub>2</sub> and 0-1 double bonds are present within the ring;

20 the fusion ring is phenyl or a 5-6 membered heteroaromatic consisting of carbon atoms and 1-2 heteroatoms selected from NR<sup>4c</sup>, O, and S;

ring Q, which includes the 5-7 membered ring and the fusion ring, is substituted with 0-3 R<sup>4a</sup>;

25 R<sup>1a</sup>, at each occurrence, is selected from H, -(CH<sub>2</sub>)<sub>r</sub>-R<sup>1b</sup>, -(CH<sub>2</sub>)<sub>r</sub>-O-(CH<sub>2</sub>)<sub>r</sub>-R<sup>1b</sup>, -(CH<sub>2</sub>)<sub>r</sub>-C(=NR<sup>1b</sup>)NR<sup>3</sup>R<sup>1b</sup>, NR<sup>3</sup>(CR<sup>3</sup>R<sup>3a</sup>)<sub>t</sub>R<sup>1c</sup>, O(CR<sup>3</sup>R<sup>3a</sup>)<sub>t</sub>R<sup>1c</sup>, (CH<sub>2</sub>)<sub>r</sub>NR<sup>3</sup>(CH<sub>2</sub>)<sub>r</sub>R<sup>1b</sup>, (CH<sub>2</sub>)<sub>r</sub>C(O)NR<sup>2</sup>(CH<sub>2</sub>)<sub>r</sub>R<sup>1b</sup>, CO<sub>2</sub>(CH<sub>2</sub>)<sub>t</sub>R<sup>1b</sup>, O(CH<sub>2</sub>)<sub>t</sub>R<sup>1b</sup>, S(O)<sub>p</sub>(CH<sub>2</sub>)<sub>r</sub>R<sup>1d</sup>, O(CH<sub>2</sub>)<sub>r</sub>R<sup>1d</sup>, NR<sup>3</sup>(CH<sub>2</sub>)<sub>r</sub>R<sup>1d</sup>, OC(O)NR<sup>3</sup>(CH<sub>2</sub>)<sub>r</sub>R<sup>1d</sup>, NR<sup>3</sup>C(O)NR<sup>3</sup>(CH<sub>2</sub>)<sub>r</sub>R<sup>1d</sup>, NR<sup>3</sup>C(O)O(CH<sub>2</sub>)<sub>r</sub>R<sup>1d</sup>, and

$\text{NR}^3\text{C}(\text{O})(\text{CH}_2)_r\text{R}^{1d}$ , provided that  $\text{R}^{1a}$  forms other than an N-halo, N-S, O-O, or N-CN bond;

alternatively, when two  $\text{R}^{1a}$  groups are attached to the same carbon atom, together  
 5 with the carbon atom to which they are attached they form a 3-6 membered carbocyclic or heterocyclic ring consisting of: carbon atoms and 0-4 heteroatoms selected from the group consisting of N, O, and  $\text{S}(\text{O})_p$ , this ring being substituted with 0-2  $\text{R}^4$  and 0-3 ring double bonds;

10  $\text{R}^{1b}$  is selected from H,  $\text{CH}_3$ ,  $\text{CH}_2\text{CH}_3$ , F, Cl, Br, -CN, -CHO,  $\text{CF}_3$ ,  $(\text{CH}_2)_r\text{OR}^2$ ,  $\text{NR}^2\text{R}^{2a}$ ,  $\text{C}(\text{O})\text{R}^{2b}$ ,  $\text{CO}_2\text{R}^{2b}$ ,  $\text{OC}(\text{O})\text{R}^2$ ,  $\text{CO}_2\text{R}^{2a}$ ,  $\text{S}(\text{O})_p\text{R}^2$ ,  $\text{NR}^2(\text{CH}_2)_r\text{OR}^2$ ,  $\text{NR}^2\text{C}(\text{O})\text{R}^{2b}$ ,  $\text{NR}^2\text{C}(\text{O})\text{NR}^2\text{R}^{2a}$ ,  $\text{C}(\text{O})\text{NR}^2\text{R}^{2a}$ ,  $\text{SO}_2\text{NR}^2\text{R}^{2a}$ ,  $\text{NR}^2\text{SO}_2\text{NR}^2\text{R}^{2a}$ ,  $\text{NR}^2\text{SO}_2\text{R}^2$ ,  $\text{C}(\text{O})\text{NR}^2\text{SO}_2\text{R}^2$ ,  $\text{SO}_2\text{NR}^2\text{C}(\text{O})\text{R}^2$ ,  $\text{C}_{3-10}$   
 15 carbocycle substituted with 0-2  $\text{R}^4$ , and 4-10 membered heterocycle consisting of carbon atoms and from 1-4 heteroatoms selected from the group consisting of N, O, and  $\text{S}(\text{O})_p$  and substituted with 0-2  $\text{R}^4$ , provided that  $\text{R}^{1b}$  forms other than an O-O, N-halo, N-S, or N-CN bond;

$\text{R}^2$ , at each occurrence, is selected from H,  $\text{CF}_3$ ,  $\text{CH}_3$ ,  $\text{CH}_2\text{CH}_3$ ,  $\text{CH}_2\text{CH}_2\text{CH}_3$ ,  
 20  $\text{CH}(\text{CH}_3)_2$ , phenyl substituted with 0-2  $\text{R}^{4b}$ , a benzyl substituted with 0-2  $\text{R}^{4b}$ , and 5-6 membered aromatic heterocycle consisting of: carbon atoms and 1-4 heteroatoms selected from the group consisting of N, O, and  $\text{S}(\text{O})_p$  and substituted with 0-2  $\text{R}^{4b}$ ;

25  $\text{R}^{2a}$ , at each occurrence, is selected from H,  $\text{CF}_3$ ,  $\text{CH}_3$ ,  $\text{CH}_2\text{CH}_3$ ,  $\text{CH}_2\text{CH}_2\text{CH}_3$ ,  $\text{CH}(\text{CH}_3)_2$ , benzyl, phenyl substituted with 0-2  $\text{R}^{4b}$ , and 5-6 membered aromatic heterocycle consisting of: carbon atoms and 1-4 heteroatoms selected from the group consisting of N, O, and  $\text{S}(\text{O})_p$  and substituted with 0-2  $\text{R}^{4b}$ ;

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alternatively,  $R^2$  and  $R^{2a}$ , together with the atom to which they are attached, combine to form a 5 or 6 membered saturated, partially saturated or unsaturated ring substituted with 0-2  $R^{4b}$  and consisting of: 0-1 additional heteroatoms selected from the group consisting of N, O, and  $S(O)_p$ ;

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$R^{2b}$ , at each occurrence, is selected from  $CF_3$ ,  $C_{1-4}$  alkoxy,  $CH_3$ ,  $CH_2CH_3$ ,  $CH_2CH_2CH_3$ ,  $CH(CH_3)_2$ , benzyl, phenyl substituted with 0-2  $R^{4b}$ , and 5-6 membered aromatic heterocycle consisting of: carbon atoms and 1-4 heteroatoms selected from the group consisting of N, O, and  $S(O)_p$  and substituted with 0-2  $R^{4b}$ ;

10

$R^{2c}$ , at each occurrence, is selected from  $CF_3$ , OH,  $OCH_3$ ,  $OCH_2CH_3$ ,  $OCH_2CH_2CH_3$ ,  $OCH(CH_3)_2$ ,  $CH_3$ ,  $CH_2CH_3$ ,  $CH_2CH_2CH_3$ ,  $CH(CH_3)_2$ , benzyl, phenyl substituted with 0-2  $R^{4b}$ , and 5-6 membered aromatic heterocycle containing from 1-4 heteroatoms selected from the group consisting of N, O, and  $S(O)_p$  and substituted with 0-2  $R^{4b}$ ;

15

$R^4$ , at each occurrence, is selected from H, =O,  $(CH_2)_rOR^2$ , F, Cl,  $CH_3$ ,  $CH_2CH_3$ ,  $CH_2CH_2CH_3$ ,  $CH(CH_3)_2$ , -CN,  $NO_2$ ,  $NR^2R^{2a}$ ,  $CH_2NR^2R^{2a}$ ,  $C(O)R^{2c}$ ,  $CH_2C(O)R^{2c}$ ,  $NR^2C(O)R^{2b}$ ,  $CH_2NR^2C(O)R^{2b}$ ,  $C(O)NR^2R^{2a}$ ,  $CH_2C(O)NR^2R^{2a}$ ,  $(CH_2)_rNR^3(CH_2)_{1-2}C(O)OR^3$ ,  $(CH_2)_rNR^3(CH_2)_{2-4}NR^3R^{3a}$ ,  $(CH_2)_rNR^3(CH_2)_{2-4}NR^3C(O)R^{3a}$ ,  $(CH_2)_rNR^3(CH_2)_{2-4}NR^3SO_2R^{3a}$ ,  $SO_2NR^2R^{2a}$ ,  $CH_2SO_2NR^2R^{2a}$ ,  $NR^2SO_2-C_{1-4}$  alkyl,  $CH_2NR^2SO_2-C_{1-4}$  alkyl,  $NR^2SO_2R^5$ ,  $CH_2NR^2SO_2R^5$ ,  $S(O)_pR^{5a}$ ,  $CH_2S(O)_pR^{5a}$ ,  $CF_3$ ,  $(CH_2)_{r-3-7}$  membered carbocycle substituted with 0-1  $R^5$ , and a  $(CH_2)_{r-5-10}$  membered heterocycle consisting of: carbon atoms and 1-4 heteroatoms selected from the group consisting of N, O, and  $S(O)_p$  and substituted with 0-1  $R^5$ ;

20

25

$R^{4a}$ , at each occurrence, is selected from H, =O,  $CH_2OR^2$ ,  $OR^2$ , F, Br, Cl,  $CH_3$ ,  $CH_2CH_3$ ,  $CH_2CH_2CH_3$ ,  $CH(CH_3)_2$ ,  $CH_2CH_2CH_2CH_3$ ,  $CH_2CH(CH_3)_2$ ,

30

CH(CH<sub>3</sub>)CH<sub>2</sub>CH<sub>3</sub>, C(CH<sub>3</sub>)<sub>3</sub>, -CN, NO<sub>2</sub>, CH<sub>2</sub>NR<sup>2</sup>R<sup>2a</sup>, NR<sup>2</sup>R<sup>2a</sup>, C(O)R<sup>2c</sup>,  
NR<sup>2</sup>C(O)R<sup>2b</sup>, C(O)NR<sup>2</sup>R<sup>2a</sup>, NR<sup>2</sup>C(O)NR<sup>2</sup>R<sup>2a</sup>, SO<sub>2</sub>NR<sup>2</sup>R<sup>2a</sup>, and -CF<sub>3</sub>;

R<sup>4b</sup>, at each occurrence, is selected from H, =O, (CH<sub>2</sub>)<sub>r</sub>OR<sup>3</sup>, F, Cl, CH<sub>3</sub>, CH<sub>2</sub>CH<sub>3</sub>,  
5 CH<sub>2</sub>CH<sub>2</sub>CH<sub>3</sub>, CH(CH<sub>3</sub>)<sub>2</sub>, -CN, NO<sub>2</sub>, NR<sup>3</sup>R<sup>3a</sup>, CH<sub>2</sub>NR<sup>3</sup>R<sup>3a</sup>, C(O)R<sup>3</sup>,  
CH<sub>2</sub>C(O)R<sup>3</sup>, C(O)OR<sup>3c</sup>, CH<sub>2</sub>C(O)OR<sup>3c</sup>, NR<sup>3</sup>C(O)R<sup>3a</sup>, CH<sub>2</sub>NR<sup>3</sup>C(O)R<sup>3a</sup>,  
C(O)NR<sup>3</sup>R<sup>3a</sup>, CH<sub>2</sub>C(O)NR<sup>3</sup>R<sup>3a</sup>, SO<sub>2</sub>NR<sup>3</sup>R<sup>3a</sup>, CH<sub>2</sub>SO<sub>2</sub>NR<sup>3</sup>R<sup>3a</sup>,  
NR<sup>3</sup>SO<sub>2</sub>-C<sub>1-4</sub> alkyl, CH<sub>2</sub>NR<sup>3</sup>SO<sub>2</sub>-C<sub>1-4</sub> alkyl, NR<sup>3</sup>SO<sub>2</sub>-phenyl,  
CH<sub>2</sub>NR<sup>3</sup>SO<sub>2</sub>-phenyl, S(O)<sub>p</sub>CF<sub>3</sub>, CH<sub>2</sub>S(O)<sub>p</sub>CF<sub>3</sub>, S(O)<sub>p</sub>-C<sub>1-4</sub> alkyl,  
10 CH<sub>2</sub>S(O)<sub>p</sub>-C<sub>1-4</sub> alkyl, S(O)<sub>p</sub>-phenyl, CH<sub>2</sub>S(O)<sub>p</sub>-phenyl, and CF<sub>3</sub>;

R<sup>4c</sup>, at each occurrence, is selected from H, CH<sub>3</sub>, CH<sub>2</sub>CH<sub>3</sub>, CH<sub>2</sub>CH<sub>2</sub>CH<sub>3</sub>, CH(CH<sub>3</sub>)<sub>2</sub>,  
CH<sub>2</sub>CH<sub>2</sub>CH<sub>2</sub>CH<sub>3</sub>, CH<sub>2</sub>CH(CH<sub>3</sub>)<sub>2</sub>, CH(CH<sub>3</sub>)CH<sub>2</sub>CH<sub>3</sub>, C(CH<sub>3</sub>)<sub>3</sub>, CH<sub>2</sub>OR<sup>2</sup>,  
CH<sub>2</sub>F, CH<sub>2</sub>Br, CH<sub>2</sub>Cl, CH<sub>2</sub>CN, CH<sub>2</sub>NO<sub>2</sub>, CH<sub>2</sub>NR<sup>2</sup>R<sup>2a</sup>, C(O)R<sup>2c</sup>,  
15 CH<sub>2</sub>C(O)R<sup>2c</sup>, CH<sub>2</sub>NR<sup>2</sup>C(O)R<sup>2b</sup>, C(O)NR<sup>2</sup>R<sup>2a</sup>, CH<sub>2</sub>C(O)NR<sup>2</sup>R<sup>2a</sup>,  
SO<sub>2</sub>NR<sup>2</sup>R<sup>2a</sup>, CH<sub>2</sub>SO<sub>2</sub>NR<sup>2</sup>R<sup>2a</sup>, S(O)<sub>p</sub>R<sup>5a</sup>, CH<sub>2</sub>S(O)<sub>p</sub>R<sup>5a</sup>, CF<sub>3</sub>, phenyl  
substituted with 0-1 R<sup>5</sup>, and benzyl substituted with 0-1 R<sup>5</sup>;

R<sup>5</sup>, at each occurrence, is selected from H, =O, CH<sub>3</sub>, CH<sub>2</sub>CH<sub>3</sub>, CH<sub>2</sub>CH<sub>2</sub>CH<sub>3</sub>,  
20 CH(CH<sub>3</sub>)<sub>2</sub>, OR<sup>3</sup>, CH<sub>2</sub>OR<sup>3</sup>, F, Cl, -CN, NO<sub>2</sub>, NR<sup>3</sup>R<sup>3a</sup>, CH<sub>2</sub>NR<sup>3</sup>R<sup>3a</sup>, C(O)R<sup>3</sup>,  
CH<sub>2</sub>C(O)R<sup>3</sup>, C(O)OR<sup>3c</sup>, CH<sub>2</sub>C(O)OR<sup>3c</sup>, NR<sup>3</sup>C(O)R<sup>3a</sup>, C(O)NR<sup>3</sup>R<sup>3a</sup>,  
SO<sub>2</sub>NR<sup>3</sup>R<sup>3a</sup>, NR<sup>3</sup>SO<sub>2</sub>-C<sub>1-4</sub> alkyl, NR<sup>3</sup>SO<sub>2</sub>CF<sub>3</sub>, NR<sup>3</sup>SO<sub>2</sub>-phenyl, S(O)<sub>p</sub>CF<sub>3</sub>,  
S(O)<sub>p</sub>-C<sub>1-4</sub> alkyl, S(O)<sub>p</sub>-phenyl, CF<sub>3</sub>, phenyl substituted with 0-2 R<sup>6</sup>, naphthyl  
substituted with 0-2 R<sup>6</sup>, and benzyl substituted with 0-2 R<sup>6</sup>;

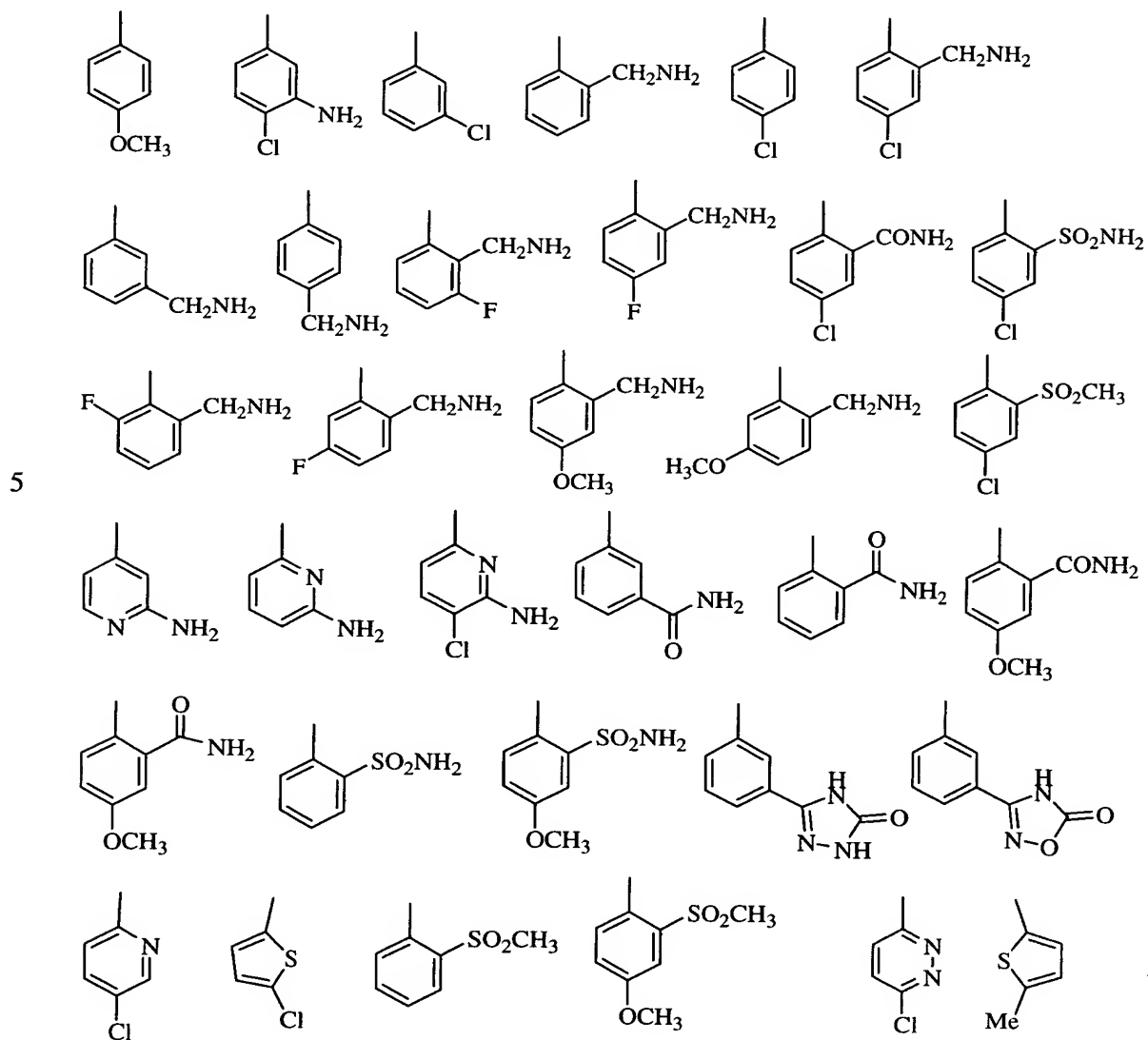
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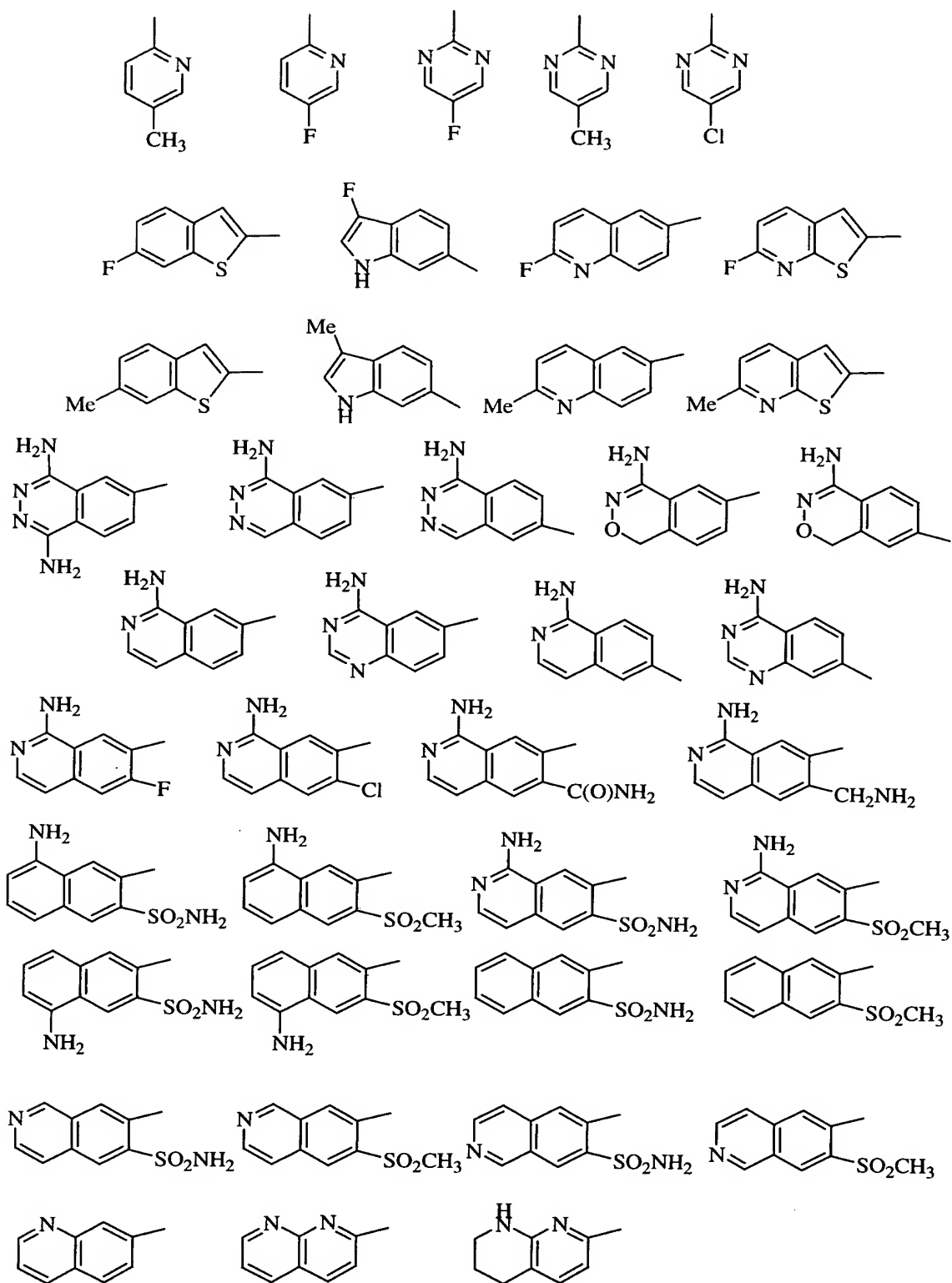
R<sup>6</sup>, at each occurrence, is selected from H, OH, OR<sup>2</sup>, F, Cl, CH<sub>3</sub>, CH<sub>2</sub>CH<sub>3</sub>,  
CH<sub>2</sub>CH<sub>2</sub>CH<sub>3</sub>, CH(CH<sub>3</sub>)<sub>2</sub>, -CN, NO<sub>2</sub>, NR<sup>2</sup>R<sup>2a</sup>, CH<sub>2</sub>NR<sup>2</sup>R<sup>2a</sup>, C(O)R<sup>2b</sup>,  
CH<sub>2</sub>C(O)R<sup>2b</sup>, NR<sup>2</sup>C(O)R<sup>2b</sup>, SO<sub>2</sub>NR<sup>2</sup>R<sup>2a</sup>, and NR<sup>2</sup>SO<sub>2</sub>C<sub>1-4</sub> alkyl; and



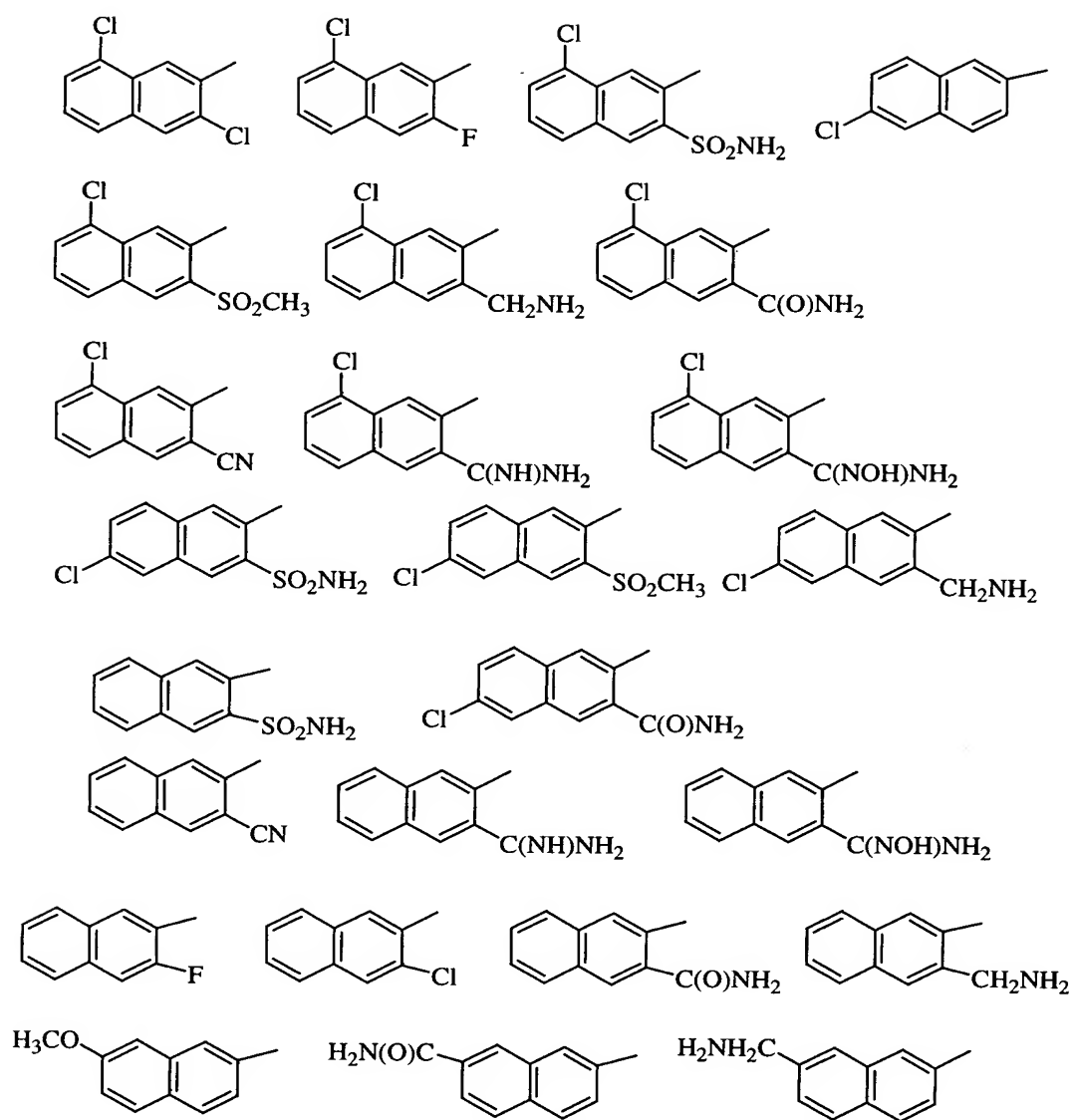
wherein:

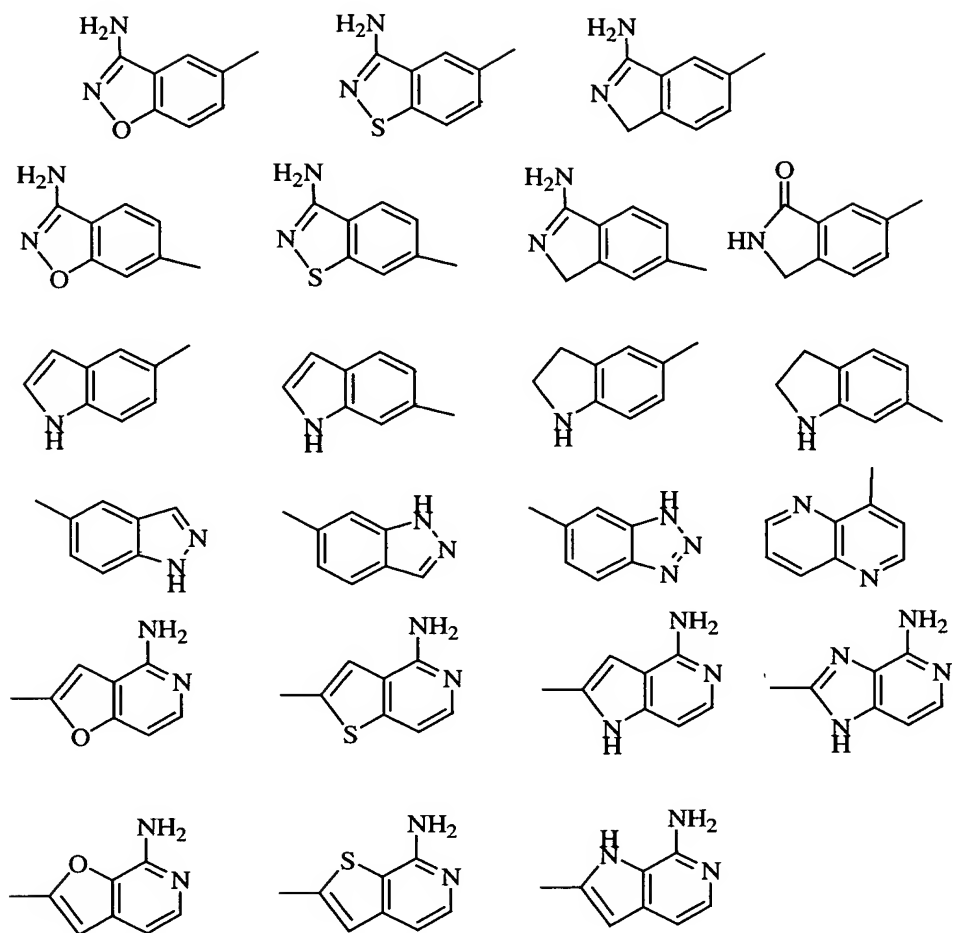
G is selected from the group:

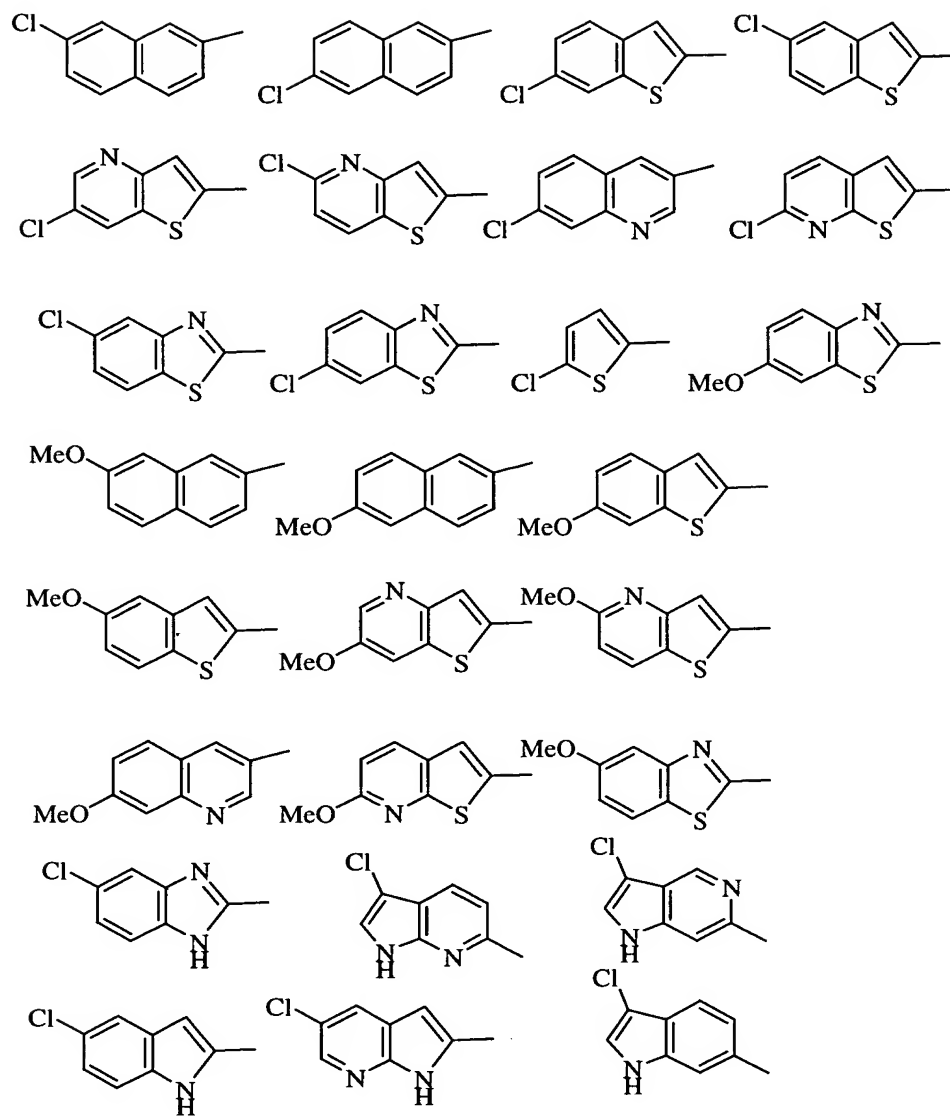






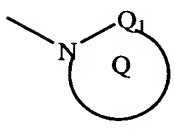






A is selected from cyclohexyl, piperidinyl, indolinyl, phenyl, pyridyl, thienyl, and pyrimidyl, and is substituted with 0-2  $R^4$ ;

5

B is ; provided that Z and B are attached to different atoms on A;

$Q_1$  is selected from  $C=O$  and  $SO_2$ ;

ring Q is a 5-6 membered ring consisting of, in addition to the amide group shown,  
carbon atoms and 0-1 heteroatoms selected from  $\text{NR}^{4c}$ , O, S,  $\text{S}(\text{O})$ , and  $\text{S}(\text{O})_2$ ,  
wherein:

0-2 double bonds are present within the ring and the ring is substituted  
5 with 0-2  $\text{R}^{4a}$ ;

alternatively, ring Q is a 5-7 membered ring to which another ring is fused, wherein:

the 5-7 membered ring consists of, in addition to the shown amide  
group, carbon atoms and 0-1 heteroatoms selected from  $\text{NR}^{4c}$ , O, S,  $\text{S}(\text{O})$ , and  
10  $\text{S}(\text{O})_2$  and 0-1 double bonds are present within the ring;

the fusion ring is phenyl;

ring Q, which includes the 5-7 membered ring and the fusion ring, is  
substituted with 0-2  $\text{R}^{4a}$ ;

15  $\text{R}^{1a}$  is selected from H,  $\text{R}^{1b}$ ,  $\text{C}(\text{CH}_3)_2\text{R}^{1b}$ ,  $\text{CH}(\text{CH}_3)\text{R}^{1b}$ ,  $\text{CH}_2\text{R}^{1b}$ ,  $\text{CH}_2\text{CH}_2\text{R}^{1b}$ ,  
 $\text{CH}_2\text{OCH}_2\text{CH}_2\text{R}^{1b}$ ,  $\text{OCH}_2\text{CH}_2\text{R}^{1b}$ ,  $(\text{CH}_2)_r\text{NR}^3\text{CH}_2\text{CH}_2\text{R}^{1b}$ ,  
 $\text{NR}^3(\text{CR}^3\text{R}^{3a})_t\text{R}^{1c}$ ,  $\text{O}(\text{CR}^3\text{R}^{3a})_t\text{R}^{1c}$ ,  $(\text{CH}_2)_r\text{C}(\text{O})\text{NR}^2(\text{CH}_2)_r\text{R}^{1b}$ ,  
 $\text{S}(\text{O})_p(\text{CH}_2)_r\text{R}^{1d}$ ,  $\text{O}(\text{CH}_2)_r\text{R}^{1d}$ ,  $\text{NR}^3(\text{CH}_2)_r\text{R}^{1d}$ ,  $\text{OC}(\text{O})\text{NR}^3(\text{CH}_2)_r\text{R}^{1d}$ ,  
 $\text{NR}^3\text{C}(\text{O})\text{NR}^3(\text{CH}_2)_r\text{R}^{1d}$ ,  $\text{NR}^3\text{C}(\text{O})\text{O}(\text{CH}_2)_r\text{R}^{1d}$ , and  $\text{NR}^3\text{C}(\text{O})(\text{CH}_2)_r\text{R}^{1d}$ ,  
20 provided that  $\text{R}^{1a}$  forms other than an N-halo, N-S, O-O, or N-CN bond;

alternatively, when two  $\text{R}^{1a}$  groups are attached to the same carbon atom, together  
with the carbon atom to which they are attached they form a 3-10 membered  
carbocyclic or heterocyclic ring consisting of: carbon atoms and 0-4  
25 heteroatoms selected from the group consisting of N, O, and  $\text{S}(\text{O})_p$ , this ring  
being substituted with 0-2  $\text{R}^4$  and 0-2 ring double bonds;

$\text{R}^{1b}$  is selected from H,  $\text{CH}_3$ ,  $\text{CH}_2\text{CH}_3$ , F, Cl, Br, -CN, -CHO,  $\text{CF}_3$ ,  $(\text{CH}_2)_r\text{OR}^2$ ,  
 $\text{NR}^2\text{R}^{2a}$ ,  $\text{C}(\text{O})\text{R}^{2b}$ ,  $\text{CO}_2\text{R}^{2b}$ ,  $\text{OC}(\text{O})\text{R}^2$ ,  $\text{CO}_2\text{R}^{2a}$ ,  $\text{S}(\text{O})_p\text{R}^2$ ,  $\text{NR}^2(\text{CH}_2)_r\text{OR}^2$ ,  
30  $\text{NR}^2\text{C}(\text{O})\text{R}^{2b}$ ,  $\text{NR}^2\text{C}(\text{O})\text{NR}^2\text{R}^{2a}$ ,  $\text{C}(\text{O})\text{NR}^2\text{R}^{2a}$ ,  $\text{SO}_2\text{NR}^2\text{R}^{2a}$ ,  
 $\text{NR}^2\text{SO}_2\text{NR}^2\text{R}^{2a}$ ,  $\text{NR}^2\text{SO}_2\text{R}^2$ ,  $\text{C}(\text{O})\text{NR}^2\text{SO}_2\text{R}^2$ ,  $\text{SO}_2\text{NR}^2\text{C}(\text{O})\text{R}^2$ ,  $\text{C}_{3-6}$

carbocycle substituted with 0-2  $R^4$ , and 4-10 membered heterocycle consisting of carbon atoms and from 1-4 heteroatoms selected from the group consisting of N, O, and  $S(O)_p$  and substituted with 0-2  $R^4$ , provided that  $R^{1b}$  forms other than an O-O, N-halo, N-S, or N-CN bond;

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$R^2$ , at each occurrence, is selected from H,  $CH_3$ ,  $CH_2CH_3$ ,  $CH_2CH_2CH_3$ ,  $CH(CH_3)_2$ , phenyl substituted with 0-1  $R^{4b}$ , benzyl substituted with 0-1  $R^{4b}$ , and 5-6 membered aromatic heterocycle consisting of: carbon atoms and 1-4 heteroatoms selected from the group consisting of N, O, and  $S(O)_p$  and substituted with 0-1  $R^{4b}$ ;

10

$R^{2a}$ , at each occurrence, is selected from H,  $CH_3$ ,  $CH_2CH_3$ ,  $CH_2CH_2CH_3$ ,  $CH(CH_3)_2$ , benzyl, phenyl substituted with 0-1  $R^{4b}$ , and 5-6 membered aromatic heterocycle consisting of: carbon atoms and 1-4 heteroatoms selected from the group consisting of N, O, and  $S(O)_p$  and substituted with 0-1  $R^{4b}$ ;

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alternatively,  $R^2$  and  $R^{2a}$ , together with the atom to which they are attached, combine to form a 5 or 6 membered saturated, partially saturated or unsaturated ring substituted with 0-1  $R^{4b}$  and consisting of: 0-1 additional heteroatoms selected from the group consisting of N, O, and  $S(O)_p$ ;

20

$R^{2b}$ , at each occurrence, is selected from  $OCH_3$ ,  $OCH_2CH_3$ ,  $OCH_2CH_2CH_3$ ,  $OCH(CH_3)_2$ ,  $CH_3$ ,  $CH_2CH_3$ ,  $CH_2CH_2CH_3$ ,  $CH(CH_3)_2$ , benzyl, phenyl substituted with 0-1  $R^{4b}$ , and 5-6 membered aromatic heterocycle consisting of: carbon atoms and 1-4 heteroatoms selected from the group consisting of N, O, and  $S(O)_p$  and substituted with 0-1  $R^{4b}$ ;

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$R^{2c}$ , at each occurrence, is selected from OH,  $OCH_3$ ,  $OCH_2CH_3$ ,  $OCH_2CH_2CH_3$ ,  $OCH(CH_3)_2$ ,  $CH_3$ ,  $CH_2CH_3$ ,  $CH_2CH_2CH_3$ ,  $CH(CH_3)_2$ , benzyl, phenyl substituted with 0-1  $R^{4b}$ , and 5-6 membered aromatic heterocycle containing

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from 1-4 heteroatoms selected from the group consisting of N, O, and S(O)<sub>p</sub> and substituted with 0-1 R<sup>4b</sup>;

R<sup>4</sup>, at each occurrence, is selected from H, =O, OR<sup>2</sup>, CH<sub>2</sub>OR<sup>2</sup>, F, Cl, CH<sub>3</sub>, CH<sub>2</sub>CH<sub>3</sub>,  
 5 CH<sub>2</sub>CH<sub>2</sub>CH<sub>3</sub>, CH(CH<sub>3</sub>)<sub>2</sub>, -CN, NO<sub>2</sub>, NR<sup>2</sup>R<sup>2a</sup>, CH<sub>2</sub>NR<sup>2</sup>R<sup>2a</sup>, C(O)R<sup>2c</sup>,  
 CH<sub>2</sub>C(O)R<sup>2c</sup>, NR<sup>2</sup>C(O)R<sup>2b</sup>, C(O)NR<sup>2</sup>R<sup>2a</sup>, CH<sub>2</sub>C(O)NR<sup>2</sup>R<sup>2a</sup>,  
 NR<sup>3</sup>(CH<sub>2</sub>)<sub>1-2</sub>C(O)OR<sup>3</sup>, NR<sup>3</sup>(CH<sub>2</sub>)<sub>2</sub>NR<sup>3</sup>R<sup>3a</sup>, NR<sup>3</sup>(CH<sub>2</sub>)<sub>2</sub>NR<sup>3</sup>C(O)R<sup>3a</sup>,  
 NR<sup>3</sup>(CH<sub>2</sub>)<sub>2</sub>NR<sup>3</sup>SO<sub>2</sub>R<sup>3a</sup>, SO<sub>2</sub>NR<sup>2</sup>R<sup>2a</sup>, NR<sup>2</sup>SO<sub>2</sub>-C<sub>1-4</sub> alkyl, NR<sup>2</sup>SO<sub>2</sub>R<sup>5</sup>,  
 S(O)<sub>p</sub>R<sup>5a</sup>, CF<sub>3</sub>, (CH<sub>2</sub>)<sub>r-3-7</sub> membered carbocycle substituted with 0-1 R<sup>5</sup>, and  
 10 a (CH<sub>2</sub>)<sub>r-5-10</sub> membered heterocycle consisting of: carbon atoms and 1-4  
 heteroatoms selected from the group consisting of N, O, and S(O)<sub>p</sub> and  
 substituted with 0-1 R<sup>5</sup>;

R<sup>4a</sup>, at each occurrence, is selected from H, =O, CH<sub>2</sub>OR<sup>2</sup>, OR<sup>2</sup>, F, Br, Cl, CH<sub>3</sub>,  
 15 CH<sub>2</sub>CH<sub>3</sub>, CH<sub>2</sub>CH<sub>2</sub>CH<sub>3</sub>, CH(CH<sub>3</sub>)<sub>2</sub>, CH<sub>2</sub>CH<sub>2</sub>CH<sub>2</sub>CH<sub>3</sub>, CH<sub>2</sub>CH(CH<sub>3</sub>)<sub>2</sub>,  
 CH(CH<sub>3</sub>)CH<sub>2</sub>CH<sub>3</sub>, C(CH<sub>3</sub>)<sub>3</sub>, CH<sub>2</sub>NR<sup>2</sup>R<sup>2a</sup>, NR<sup>2</sup>R<sup>2a</sup>, C(O)R<sup>2c</sup>, NR<sup>2</sup>C(O)R<sup>2b</sup>,  
 C(O)NR<sup>2</sup>R<sup>2a</sup>, SO<sub>2</sub>NR<sup>2</sup>R<sup>2a</sup>, and CF<sub>3</sub>;

R<sup>4b</sup>, at each occurrence, is selected from H, =O, OR<sup>3</sup>, CH<sub>2</sub>OR<sup>3</sup>, F, Cl, CH<sub>3</sub>, CH<sub>2</sub>CH<sub>3</sub>,  
 20 CH<sub>2</sub>CH<sub>2</sub>CH<sub>3</sub>, CH(CH<sub>3</sub>)<sub>2</sub>, -CN, NO<sub>2</sub>, NR<sup>3</sup>R<sup>3a</sup>, CH<sub>2</sub>NR<sup>3</sup>R<sup>3a</sup>, C(O)R<sup>3</sup>,  
 C(O)OR<sup>3c</sup>, CH<sub>2</sub>C(O)OR<sup>3c</sup>, NR<sup>3</sup>C(O)R<sup>3a</sup>, C(O)NR<sup>3</sup>R<sup>3a</sup>, CH<sub>2</sub>C(O)NR<sup>3</sup>R<sup>3a</sup>,  
 SO<sub>2</sub>NR<sup>3</sup>R<sup>3a</sup>, NR<sup>3</sup>SO<sub>2</sub>-C<sub>1-4</sub> alkyl, NR<sup>3</sup>SO<sub>2</sub>-phenyl, S(O)<sub>p</sub>-C<sub>1-4</sub> alkyl, S(O)<sub>p</sub>-  
 phenyl, and CF<sub>3</sub>;

25 R<sup>4c</sup>, at each occurrence, is selected from H, CH<sub>3</sub>, CH<sub>2</sub>CH<sub>3</sub>, phenyl substituted with 0-  
 1 R<sup>5</sup>, and benzyl substituted with 0-1 R<sup>5</sup>;

R<sup>5</sup>, at each occurrence, is selected from H, =O, CH<sub>3</sub>, CH<sub>2</sub>CH<sub>3</sub>, CH<sub>2</sub>CH<sub>2</sub>CH<sub>3</sub>,  
 CH(CH<sub>3</sub>)<sub>2</sub>, OR<sup>3</sup>, CH<sub>2</sub>OR<sup>3</sup>, F, Cl, -CN, NO<sub>2</sub>, NR<sup>3</sup>R<sup>3a</sup>, CH<sub>2</sub>NR<sup>3</sup>R<sup>3a</sup>, C(O)R<sup>3</sup>,

$C(O)OR^{3c}$ ,  $NR^3C(O)R^{3a}$ ,  $C(O)NR^3R^{3a}$ ,  $SO_2NR^3R^{3a}$ ,  $NR^3SO_2-C_{1-4}$  alkyl,  $NR^3SO_2$ -phenyl,  $S(O)_p-C_{1-4}$  alkyl,  $S(O)_p$ -phenyl,  $CF_3$ , phenyl substituted with 0-2  $R^6$ , naphthyl substituted with 0-2  $R^6$ , and benzyl substituted with 0-2  $R^6$ ; and

5

$R^6$ , at each occurrence, is selected from H, OH,  $OR^2$ , F, Cl,  $CH_3$ ,  $CH_2CH_3$ ,  $CH_2CH_2CH_3$ ,  $CH(CH_3)_2$ , -CN,  $NO_2$ ,  $NR^2R^{2a}$ ,  $CH_2NR^2R^{2a}$ ,  $C(O)R^{2b}$ ,  $CH_2C(O)R^{2b}$ ,  $NR^2C(O)R^{2b}$ , and  $SO_2NR^2R^{2a}$ .

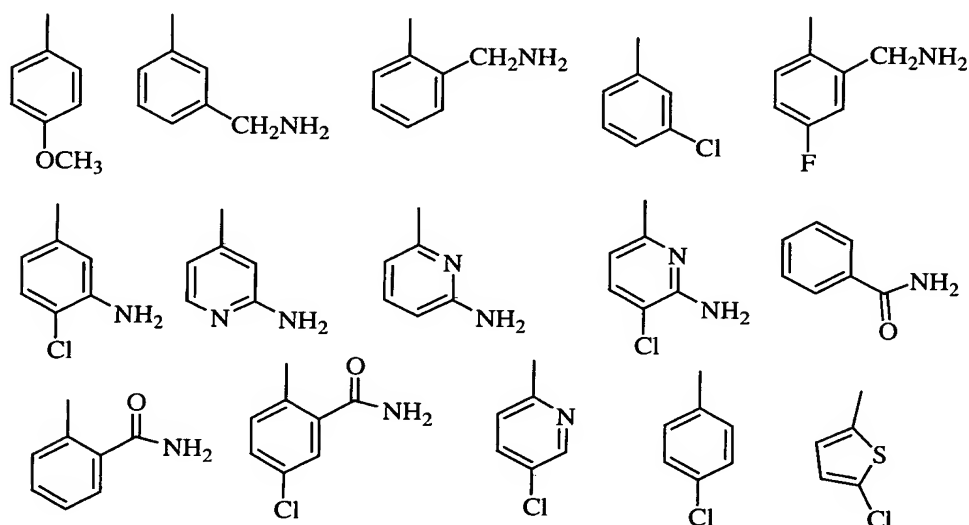
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5. A compound according to Claim 4, wherein:

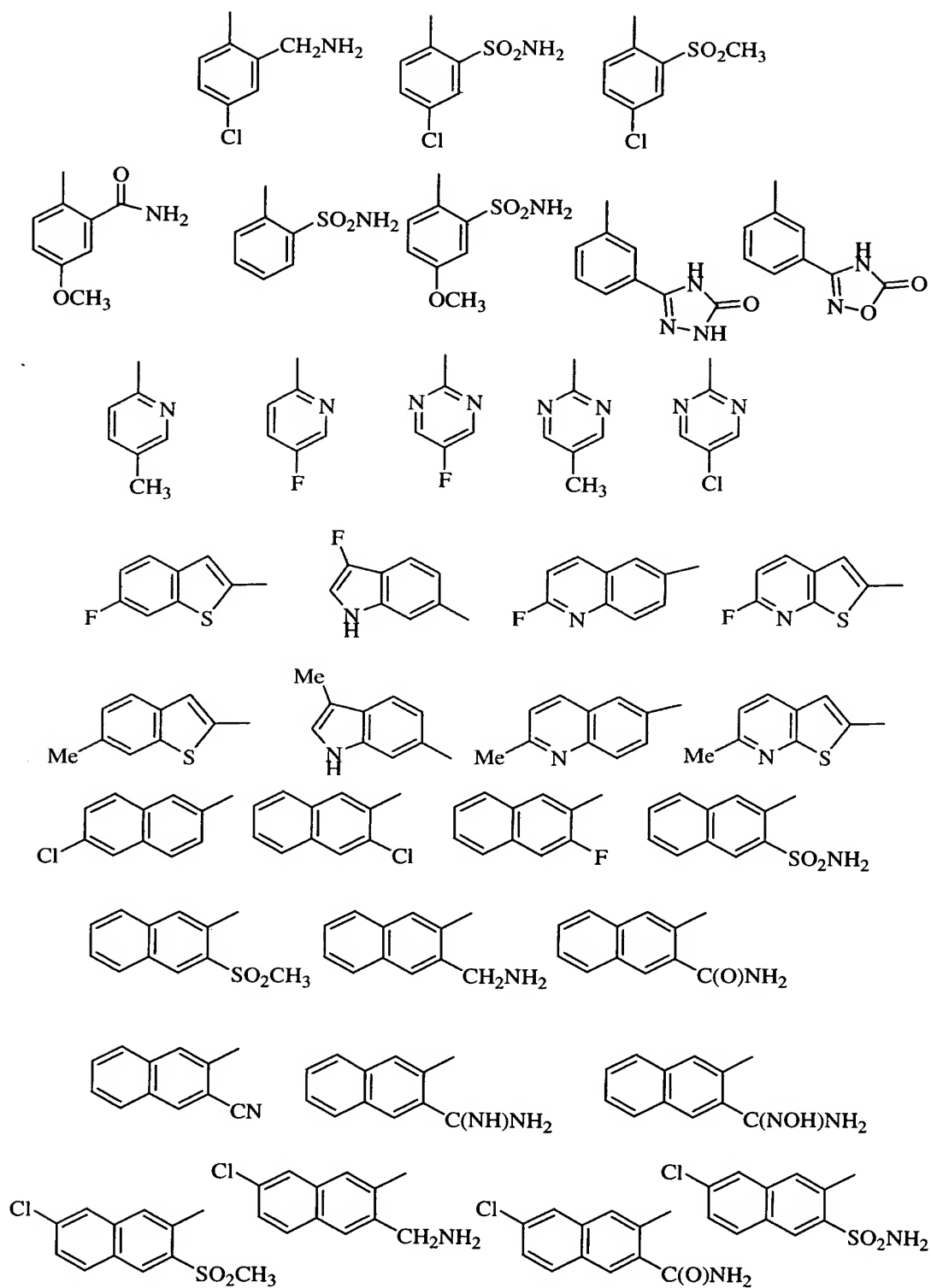
M is 4-7 membered linear chain consisting of: carbon atoms, 1-2 carbonyl groups, and 1-3 heteroatoms selected from O,  $S(O)_p$ , and N, and M is substituted with 0-3  $R^{1a}$  and 0-1  $R^2$ , provided that other than an S-S, S-O, or O-O bond is present in M;

15

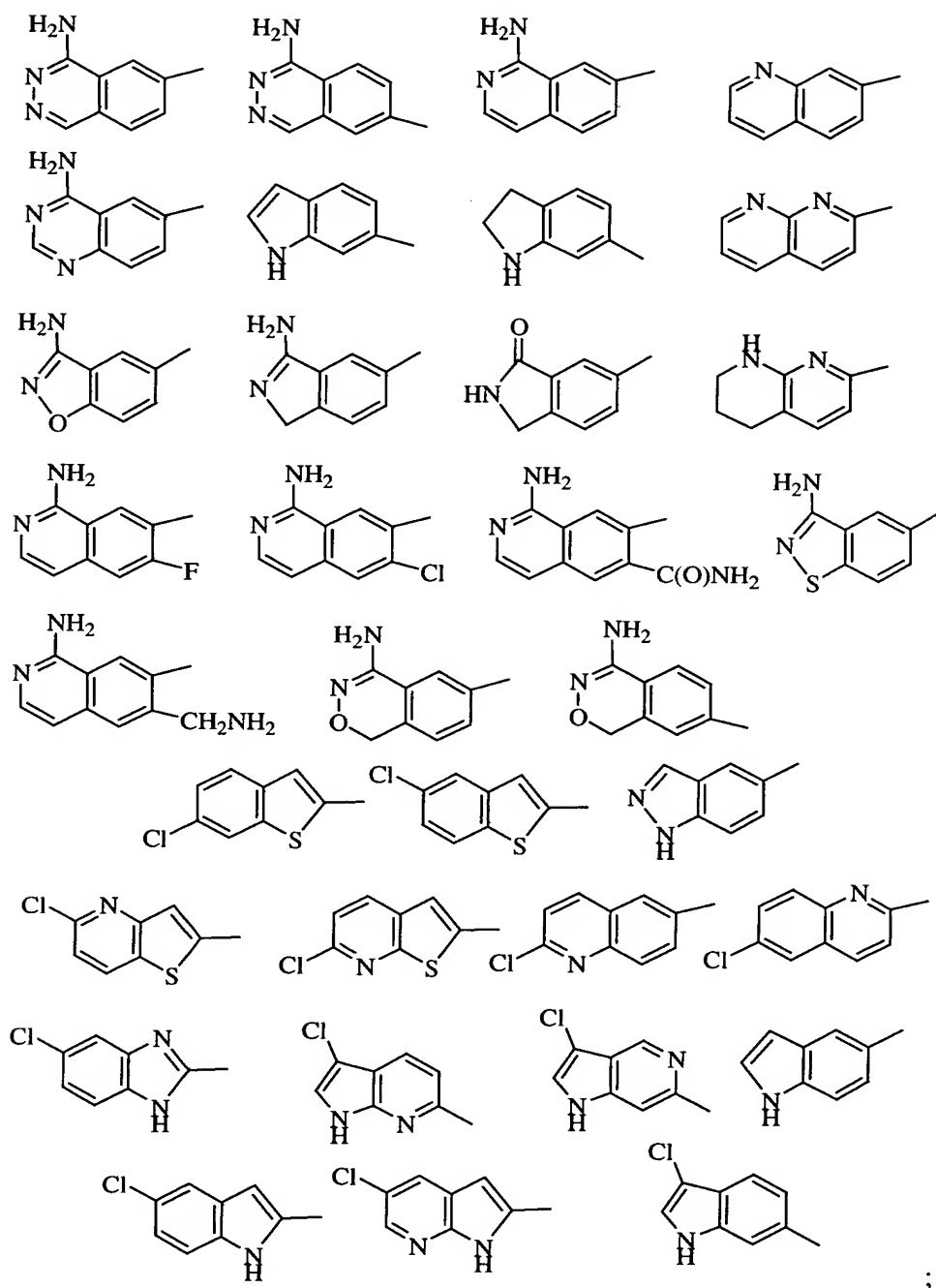
G is selected from:



20

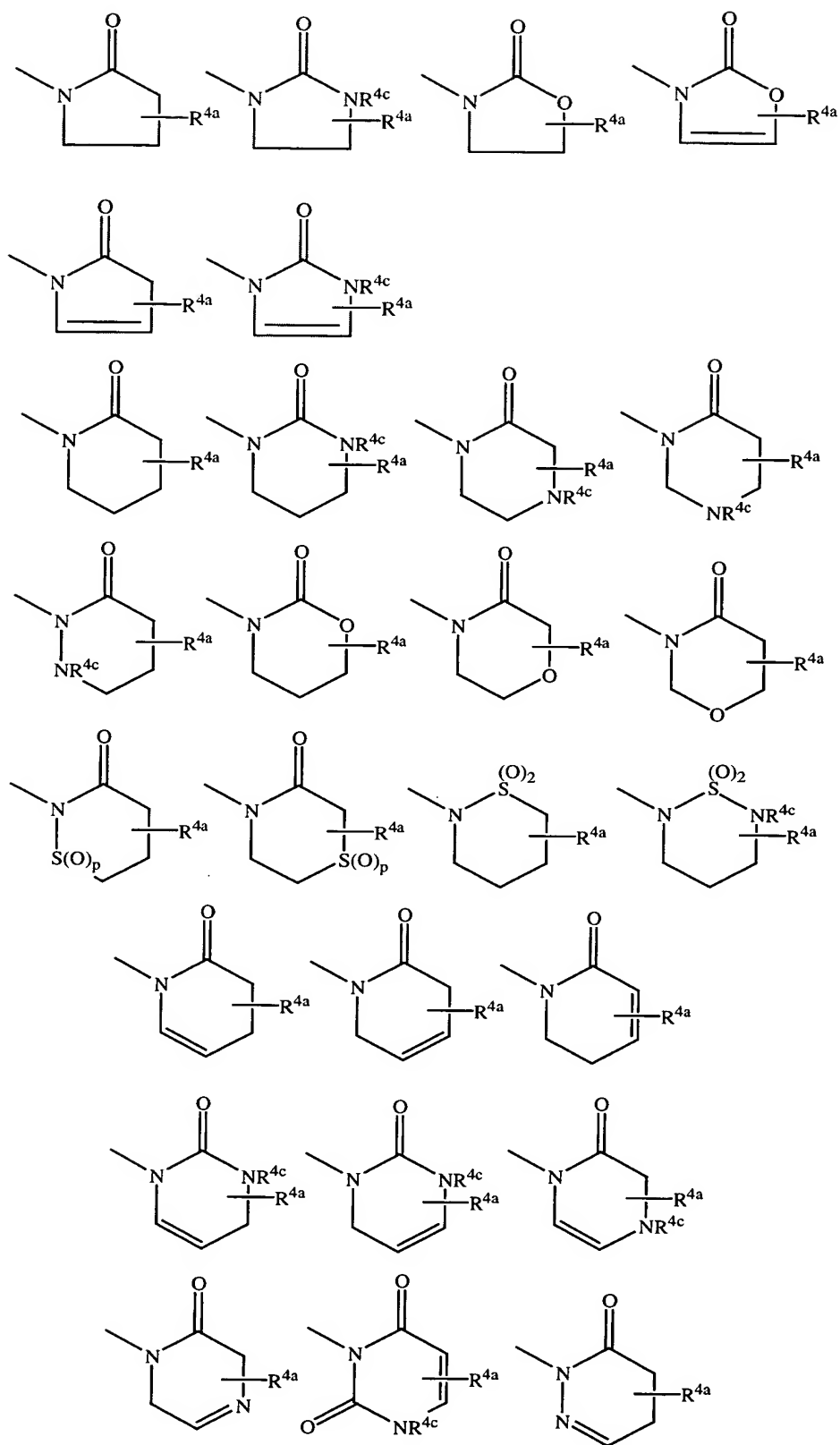


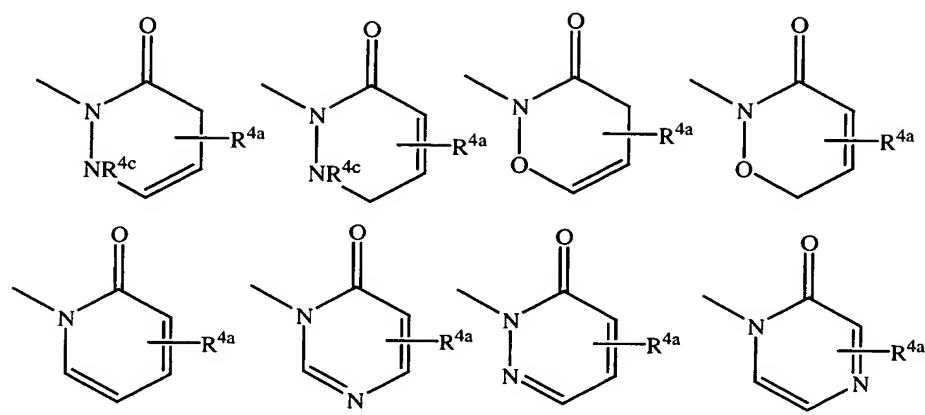




5 A is selected from the group: cyclohexyl, piperidinyl, indolinyl, phenyl, 2-pyridyl, 3-pyridyl, 2-pyrimidyl, 2-Cl-phenyl, 3-Cl-phenyl, 2-F-phenyl, 3-F-phenyl, 2-methylphenyl, 2-aminophenyl, and 2-methoxyphenyl;

B is attached to a different atom on A than Z and is selected from the group:





- $R^{1a}$  is selected from H,  $CH_3$ ,  $CH_2CH_3$ ,  $CH_2CH_2CH_3$ ,  $CH_2(CH_3)_2$ ,  $CF_3$ ,  $CH_2CF_3$ ,  
 5  $OCH_3$ ,  $CH_2OH$ ,  $C(CH_3)_2OH$ ,  $CH_2OCH_3$ ,  $NH_2$ ,  $CH_2NH_2$ ,  $NHCH_3$ ,  
 $CH_2NHCH_3$ ,  $N(CH_3)_2$ ,  $CH_2N(CH_3)_2$ ,  $CO_2H$ ,  $COCH_3$ ,  $CO_2CH_3$ ,  
 $CH_2CO_2CH_3$ ,  $NHCOCH_3$ ,  $S(O)CH_3$ ,  $CH_2S(O)CH_3$ ,  $S(O)_2CH_3$ ,  
 $CH_2S(O)_2CH_3$ ,  $C(O)NH_2$ ,  $CH_2C(O)NH_2$ ,  $SO_2NH_2$ ,  $CH_2SO_2NH_2$ ,  
 $NHSO_2CH_3$ ,  $CH_2NHSO_2CH_3$ ,  $NHSO_2NHCH_3$ ,  $NHSO_2N(CH_3)_2$ ,  
 10  $NHCO_2R^{2a}$ ,  $NHC(O)NHR^{2a}$ ,  $CH_2OCH_2CH_2NR^2R^{2a}$ ,  $C(O)NR^2R^{2a}$ ,  
 $CH_2CH_2OR^2$ ,  $CH_2C(O)NR^2CH_2CH_2OR^2$ ,  $C(O)NHCH_2CH_2NR^2R^{2a}$ ,  
 $CH_2C(O)NHCH_2CH_2NR^2R^{2a}$ ,  $C(O)NCH_3CH_2CH_2NR^2R^{2a}$ ,  
 $CH_2C(O)NCH_3CH_2CH_2NR^2R^{2a}$ ,  $CH_2NHCH_2CH_2NR^2R^{2a}$ ,  
 $CH_2N(CH_3)CH_2CH_2NR^2R^{2a}$ , phenyl substituted with 0-2  $R^{4b}$ ,  $-CH_2$ -phenyl  
 15 substituted with 0-2  $R^{4b}$ , 5-10 membered aromatic heterocycle consisting of  
 carbon atoms and from 1-4 heteroatoms selected from the group consisting of  
 N, O, and  $S(O)_p$  and substituted with 0-2  $R^{4b}$ , and  $-CH_2$ -5-10 membered  
 aromatic heterocycle consisting of carbon atoms and from 1-4 heteroatoms  
 selected from the group consisting of N, O, and  $S(O)_p$  and substituted with 0-2  
 20  $R^{4b}$ , provided that  $R^{1a}$  forms other than an N-halo, N-S, O-O, or N-CN bond;

$R^2$ , at each occurrence, is selected from H,  $CH_3$ ,  $CH_2CH_3$ ,  $CH_2CH_2CH_3$ ,  $CH(CH_3)_2$ ,  
 phenyl substituted with 0-1  $R^{4b}$ , benzyl substituted with 0-1  $R^{4b}$ , and 5  
 membered aromatic heterocycle consisting of: carbon atoms and 1-4

heteroatoms selected from the group consisting of N, O, and S(O)<sub>p</sub> and substituted with 0-1 R<sup>4b</sup>;

R<sup>2a</sup>, at each occurrence, is selected from H, CH<sub>3</sub>, and CH<sub>2</sub>CH<sub>3</sub>;

5

alternatively, R<sup>2</sup> and R<sup>2a</sup>, together with the atom to which they are attached, combine to form a 5 or 6 membered saturated, partially saturated or unsaturated ring substituted with 0-1 R<sup>4b</sup> and consisting of: 0-1 additional heteroatoms selected from the group consisting of N, O, and S(O)<sub>p</sub>;

10

R<sup>2b</sup>, at each occurrence, is selected from OH, OCH<sub>3</sub>, OCH<sub>2</sub>CH<sub>3</sub>, CH<sub>3</sub>, and CH<sub>2</sub>CH<sub>3</sub>;

R<sup>2c</sup>, at each occurrence, is selected from OH, OCH<sub>3</sub>, OCH<sub>2</sub>CH<sub>3</sub>, CH<sub>3</sub>, and CH<sub>2</sub>CH<sub>3</sub>;

15 R<sup>4</sup>, at each occurrence, is selected from H, =O, OR<sup>2</sup>, CH<sub>2</sub>OR<sup>2</sup>, F, Cl, CH<sub>3</sub>, CH<sub>2</sub>CH<sub>3</sub>, NR<sup>2</sup>R<sup>2a</sup>, CH<sub>2</sub>NR<sup>2</sup>R<sup>2a</sup>, C(O)R<sup>2c</sup>, NR<sup>2</sup>C(O)R<sup>2b</sup>, C(O)NR<sup>2</sup>R<sup>2a</sup>, CH<sub>2</sub>C(O)NR<sup>2</sup>R<sup>2a</sup>, NR<sup>3</sup>CH<sub>2</sub>C(O)OR<sup>3</sup>, NR<sup>3</sup>CH<sub>2</sub>CH<sub>2</sub>C(O)OR<sup>3</sup>, NR<sup>3</sup>(CH<sub>2</sub>)<sub>2</sub>NR<sup>3</sup>R<sup>3a</sup>, NR<sup>3</sup>(CH<sub>2</sub>)<sub>2</sub>NR<sup>3</sup>C(O)R<sup>3a</sup>, NR<sup>3</sup>(CH<sub>2</sub>)<sub>2</sub>NR<sup>3</sup>SO<sub>2</sub>R<sup>3a</sup>, NR<sup>2</sup>SO<sub>2</sub>R<sup>5</sup>, S(O)<sub>2</sub>CH<sub>3</sub>, S(O)<sub>2</sub>-phenyl, CF<sub>3</sub>, (CH<sub>2</sub>)<sub>r-3-7</sub> membered carbocycle substituted with 0-1 R<sup>5</sup>, and a (CH<sub>2</sub>)<sub>r-5-10</sub> membered heterocycle consisting of: carbon atoms and 1-4 heteroatoms selected from the group consisting of N, O, and S(O)<sub>p</sub> and substituted with 0-1 R<sup>5</sup>;

20

R<sup>4a</sup>, at each occurrence, is selected from H, =O, CH<sub>3</sub>, CH<sub>2</sub>CH<sub>3</sub>, CH<sub>2</sub>CH<sub>2</sub>CH<sub>3</sub>, CH(CH<sub>3</sub>)<sub>2</sub>, CH<sub>2</sub>CH<sub>2</sub>CH<sub>2</sub>CH<sub>3</sub>, CH<sub>2</sub>CH(CH<sub>3</sub>)<sub>2</sub>, CH(CH<sub>3</sub>)CH<sub>2</sub>CH<sub>3</sub>, and C(CH<sub>3</sub>)<sub>3</sub>;

25

R<sup>4b</sup>, at each occurrence, is selected from H, =O, OR<sup>3</sup>, CH<sub>2</sub>OR<sup>3</sup>, F, Cl, CH<sub>3</sub>, CH<sub>2</sub>CH<sub>3</sub>, NR<sup>3</sup>R<sup>3a</sup>, CH<sub>2</sub>NR<sup>3</sup>R<sup>3a</sup>, C(O)R<sup>3</sup>, C(O)OR<sup>3c</sup>, NR<sup>3</sup>C(O)R<sup>3a</sup>, C(O)NR<sup>3</sup>R<sup>3a</sup>, CH<sub>2</sub>C(O)NR<sup>3</sup>R<sup>3a</sup>, NR<sup>3</sup>SO<sub>2</sub>-phenyl, S(O)<sub>2</sub>CH<sub>3</sub>, S(O)<sub>2</sub>-phenyl, and CF<sub>3</sub>;

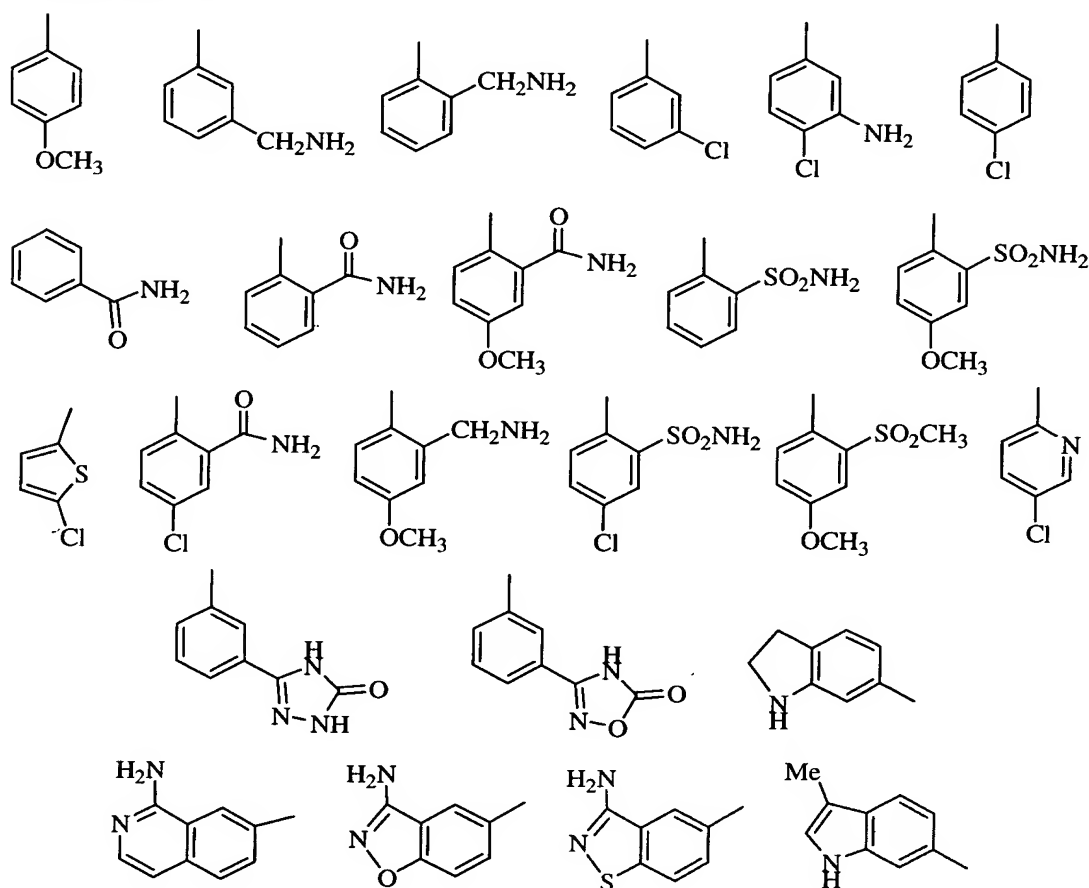
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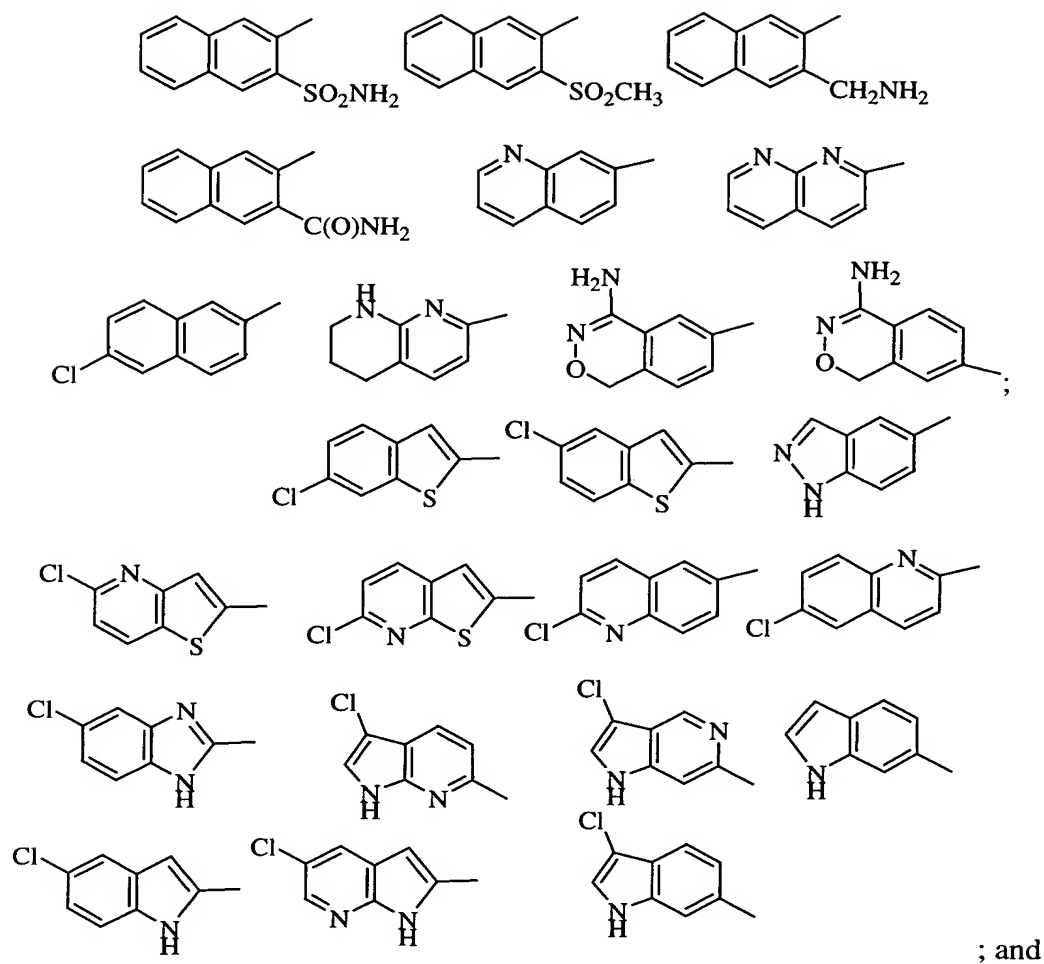
**R<sup>5</sup>**, at each occurrence, is selected from H, =O, CH<sub>3</sub>, CH<sub>2</sub>CH<sub>3</sub>, OR<sup>3</sup>, CH<sub>2</sub>OR<sup>3</sup>, F, Cl, NR<sup>3</sup>R<sup>3a</sup>, CH<sub>2</sub>NR<sup>3</sup>R<sup>3a</sup>, C(O)R<sup>3</sup>, C(O)OR<sup>3c</sup>, NR<sup>3</sup>C(O)R<sup>3a</sup>, C(O)NR<sup>3</sup>R<sup>3a</sup>, SO<sub>2</sub>NR<sup>3</sup>R<sup>3a</sup>, NR<sup>3</sup>SO<sub>2</sub>-C<sub>1-4</sub> alkyl, NR<sup>3</sup>SO<sub>2</sub>-phenyl, S(O)<sub>2</sub>-CH<sub>3</sub>, S(O)<sub>2</sub>-phenyl, CF<sub>3</sub>, phenyl substituted with 0-2 R<sup>6</sup>, naphthyl substituted with 0-2 R<sup>6</sup>, and benzyl substituted with 0-2 R<sup>6</sup>; and

R<sup>6</sup>, at each occurrence, is selected from H, OH, OR<sup>2</sup>, F, Cl, CH<sub>3</sub>, CH<sub>2</sub>CH<sub>3</sub>, NR<sup>2</sup>R<sup>2a</sup>, CH<sub>2</sub>NR<sup>2</sup>R<sup>2a</sup>, C(O)R<sup>2b</sup>, CH<sub>2</sub>C(O)R<sup>2b</sup>, NR<sup>2</sup>C(O)R<sup>2b</sup>, and SO<sub>2</sub>NR<sup>2</sup>R<sup>2a</sup>.

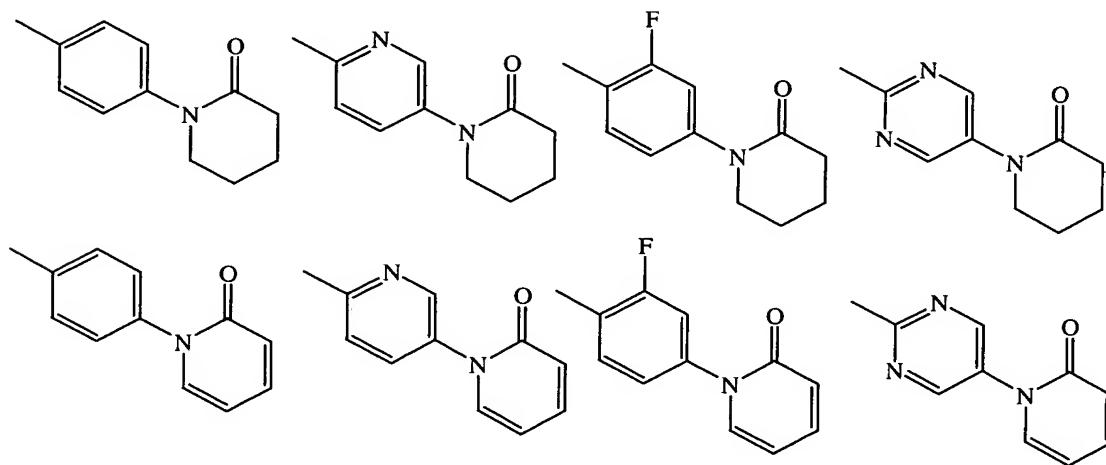
6. A compound according to Claim 5, wherein:

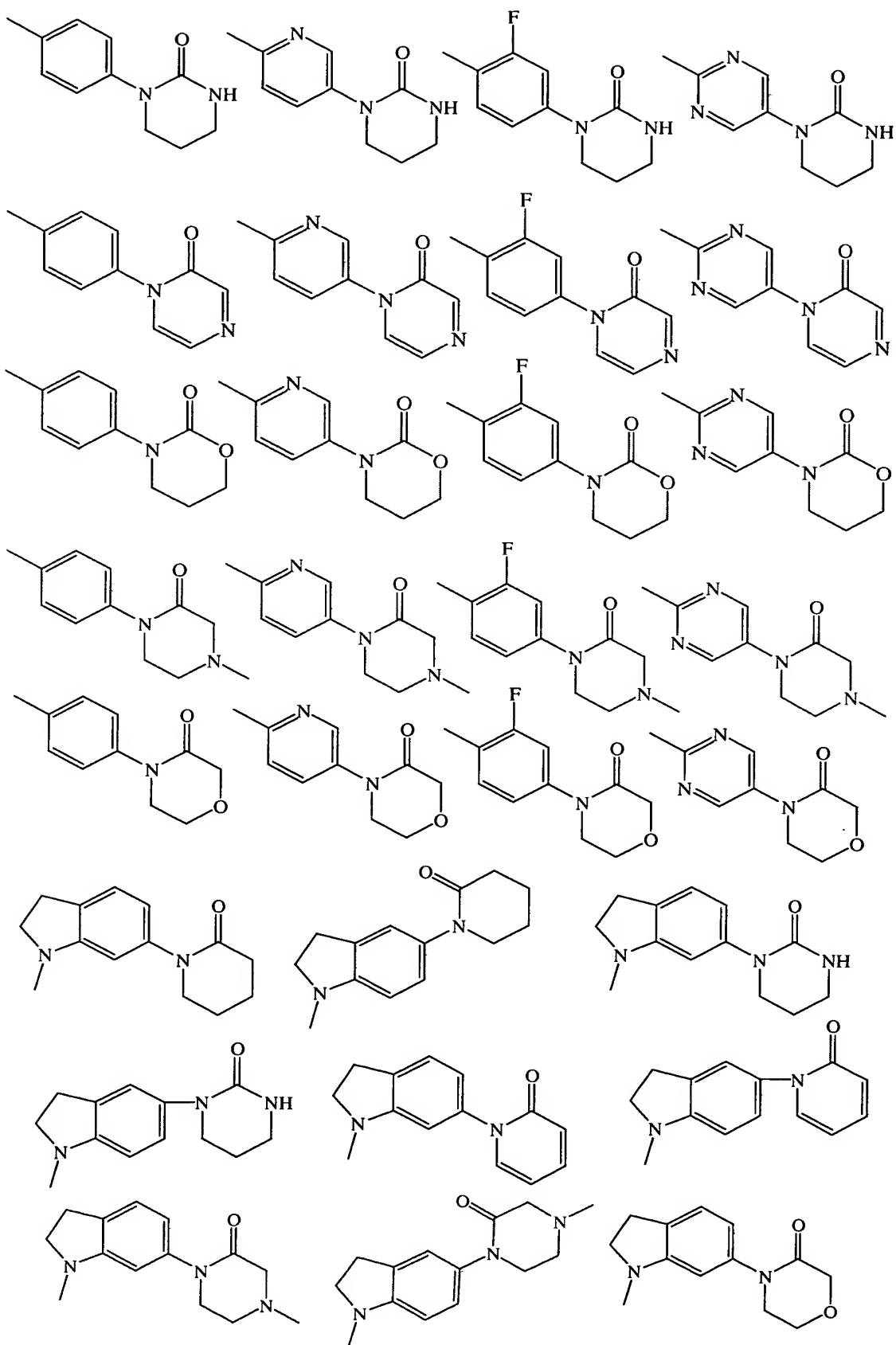
G is selected from:

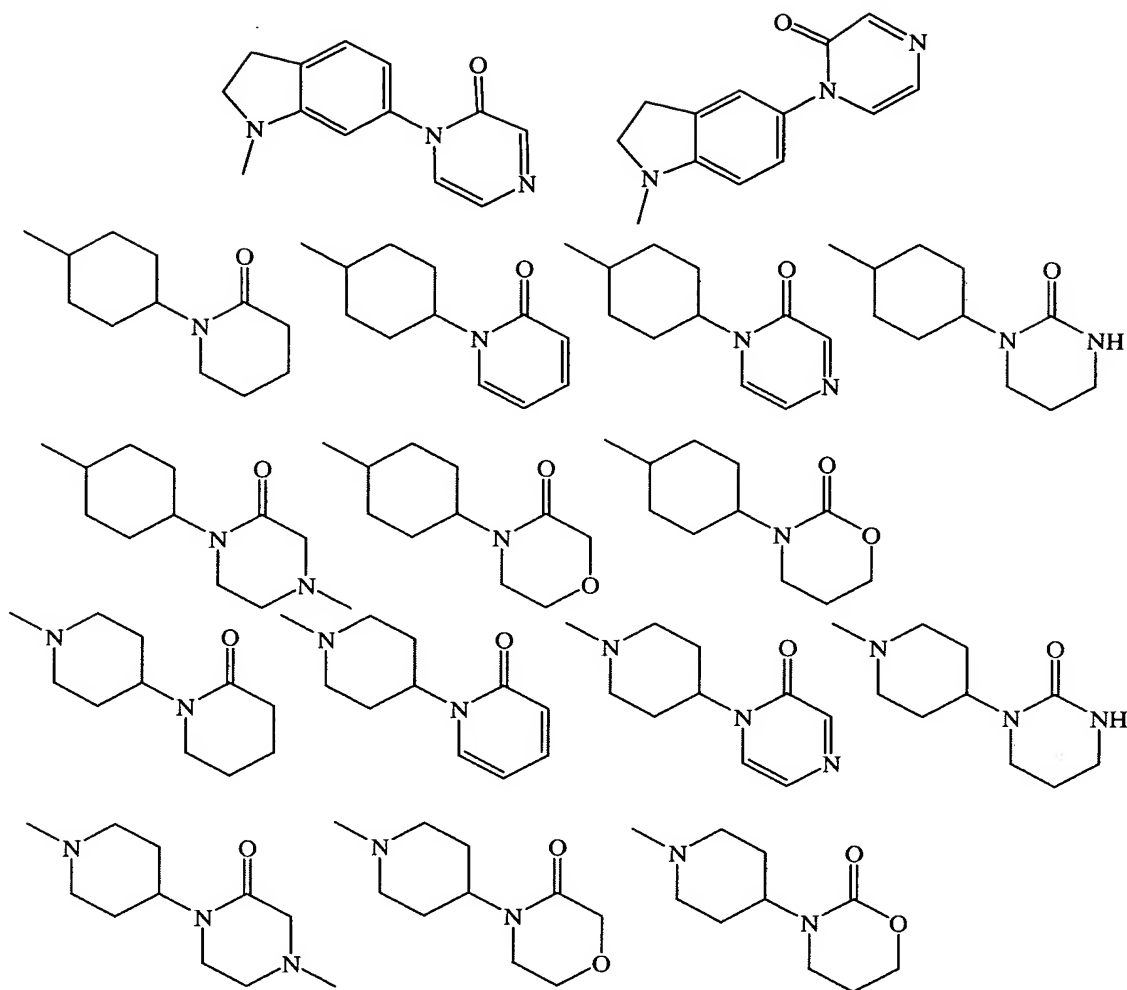




5 A-B is selected from:

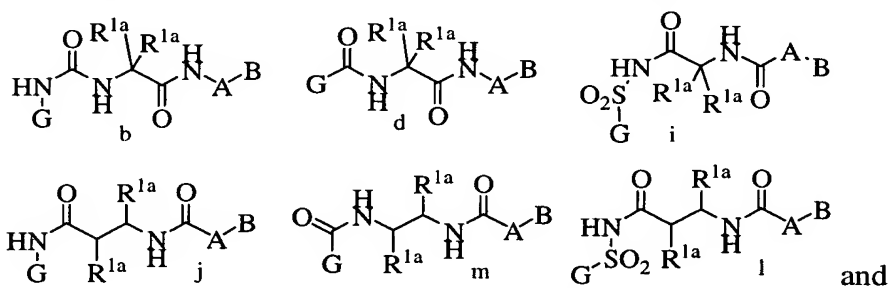






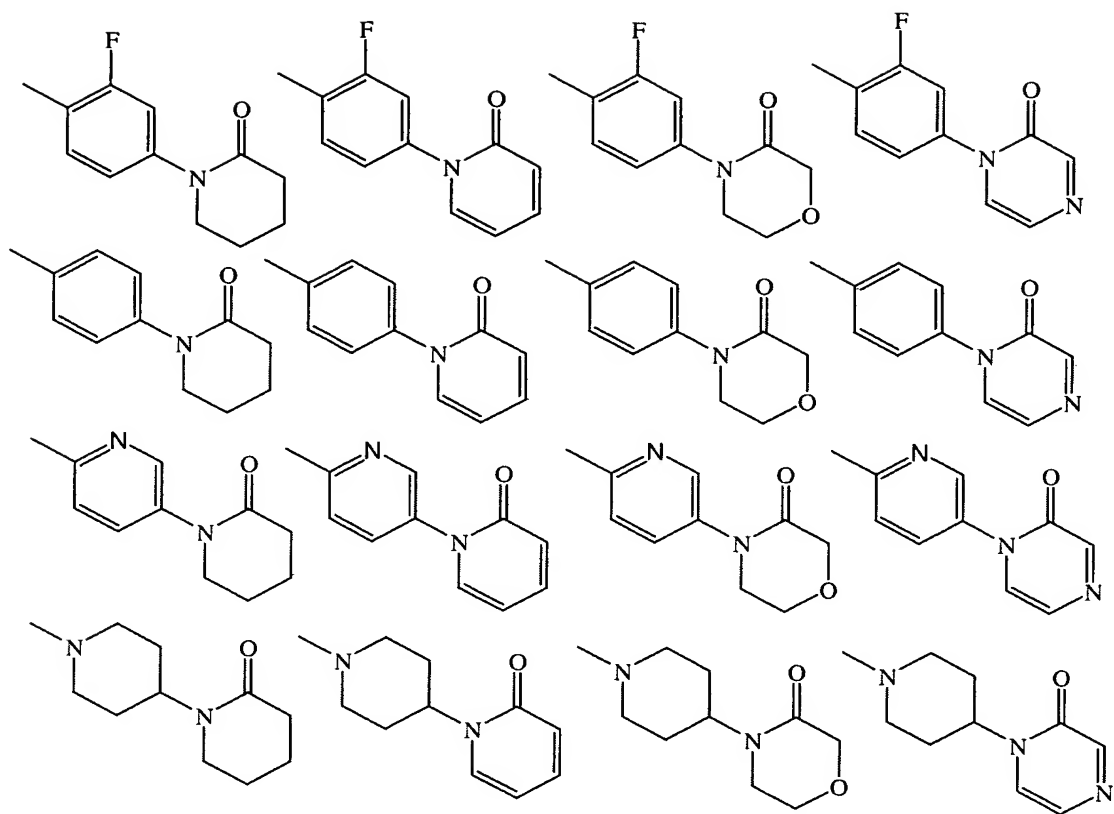
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7. A compound according to Claim 6, wherein the compound is selected from:



10 A-B is selected from:





8. A compound according to Claim 1, wherein the compound is selected from  
5 the group:

2-(5-Chloro-thiophene-2-sulfonylamino)-*N*-[4-(2-oxo-2*H*-pyridin-1-yl)-phenyl]-2-  
phenyl-acetamide;

10 2-(6-Chloro-naphthalene-2-sulfonylamino)-*N*-[4-(2-oxo-2*H*-pyridin-1-yl)-phenyl]-2-  
phenyl-acetamide;

5-Chloro-thiophene-2-carboxylic acid {[4-(2-oxo-2*H*-pyridin-1-yl)-phenylcarbamoyl]-  
phenyl-methyl}-amide;

15 5-Chloro-1*H*-indole-2-carboxylic acid {[4-(2-oxo-2*H*-pyridin-1-yl)-  
phenylcarbamoyl]-phenyl-methyl}-amide;

- 3-Chloro-1*H*-indole-6-carboxylic acid {[4-(2-oxo-2*H*-pyridin-1-yl)-phenylcarbamoyl]-phenyl-methyl}-amide;
- 5      1*H*-Indole-6-carboxylic acid {[4-(2-oxo-2*H*-pyridin-1-yl)-phenylcarbamoyl]-phenyl-methyl}-amide;
- 2-*R*-(6-Chloro-naphthalene-2-sulfonylamino)-*N*-[4-(2-oxo-2*H*-pyridin-1-yl)-phenyl]-2-phenyl-acetamide;
- 10    2-*S*-(6-Chloro-naphthalene-2-sulfonylamino)-*N*-[4-(2-oxo-2*H*-pyridin-1-yl)-phenyl]-2-phenyl-acetamide;
- 2-(5-Chloro-thiophene-2-sulfonylamino)-*N*-[4-(2-oxo-2*H*-pyridin-1-yl)-phenyl]-2-phenyl-acetamide;
- 15    *N*-β-(6-chloro-naphthalene-2-sulfonylamino)-3-oxo-propyl]-4-(2-oxo-piperidin-1-yl)-benzamide;
- 20    *N*-[β-(4-methoxyl-benzenesulfonylamino)-3-oxo-propyl]-4-(2-oxo-piperidin-1-yl)benzamide;
- N*-[2-(5-Chloro-pyridin-2-ylcarbamoyl)ethyl]-4-(2-oxo-2*H*-pyridin-1-yl)benzamide;
- 25    3-Chloro-1*H*-indole-6-carboxylic acid {2-[4-(2-oxo-2*H*-pyridin-1-yl)benzoylamino]ethyl}amide;
- 5-Chloro-thiophene-2-carboxylic acid {2-[4-(2-oxo-2*H*-pyridin-1-yl)benzoylamino]ethyl}amide;
- 30    5-Chloro-1*H*-indole-2-carboxylic acid {2-[4-(2-oxo-2*H*-pyridin-1-yl)benzoylamino]ethyl}amide;

N-{4-[(4-Chloro-phenylcarbamoyl)-methyl]-tetrahydro-pyran-4-yl}-4-(2-oxo-2H-pyridin-1-yl)-benzamide; and

2-[(5-Chloro-thiophene-2-carbonyl)-amino]-3-[4-(2-oxo-2H-pyridin-1-yl)-  
5 benzoylamino]-propionic acid methyl ester;

or a pharmaceutically acceptable salt form thereof.

10 9. A compound according to Claim 1, wherein the compound is selected from Examples 19-454 of Table 1.

10. A pharmaceutical composition, comprising: a pharmaceutically acceptable  
15 carrier and a therapeutically effective amount of a compound of Claim 1 or a pharmaceutically acceptable salt form thereof.

11. A method for treating a thromboembolic disorder, comprising:  
20 administering to a patient in need thereof a therapeutically effective amount of a compound of Claim 1 or a pharmaceutically acceptable salt form thereof.

12. A method according to Claim 11, wherein the thromboembolic disorder is  
25 selected from arterial cardiovascular thromboembolic disorders, venous cardiovascular thromboembolic disorders, and thromboembolic disorders in the chambers of the heart.

13. A method according to Claim 11, wherein the thromboembolic disorder is  
30 selected from unstable angina, an acute coronary syndrome, first myocardial infarction, recurrent myocardial infarction, ischemic sudden death, transient ischemic attack, stroke, atherosclerosis, peripheral occlusive arterial disease, venous

- thrombosis, deep vein thrombosis, thrombophlebitis, arterial embolism, coronary arterial thrombosis, cerebral arterial thrombosis, cerebral embolism, kidney embolism, pulmonary embolism, and thrombosis resulting from (a) prosthetic valves or other implants, (b) indwelling catheters, (c) stents, (d) cardiopulmonary bypass, (e)
- 5 hemodialysis, or (f) other procedures in which blood is exposed to an artificial surface that promotes thrombosis.

14. A method for treating a thromboembolic disorder, comprising:
- 10 administering to a patient in need thereof a therapeutically effective amount of a first and second therapeutic agent, wherein the first therapeutic agent is compound of Claim 1 or a pharmaceutically acceptable salt thereof and the second therapeutic agent is at least one agent selected from a second factor Xa inhibitor, an anti-coagulant agent, an anti-platelet agent, a thrombin inhibiting agent, a thrombolytic agent, and a
- 15 fibrinolytic agent.